

EXHIBIT 5

SUPREME COURT : STATE OF NEW YORK
COUNTY OF ROCKLAND : CIVIL TERM

ANNE BRYANT,

Plaintiff,

Index No.
5192/2000

-against-

BROADCAST MUSIC, INC, (a/k/a "BMI"),
CLIFFORD A. "FORD" KINDER, KINDER & CO.,
LTD., VADIVOX, LTD., JULES M. "JOE"
BACAL, GRIFFIN BACAL, INC., STARWILD
MUSIC BMI, WILDSTAR MUSIC ASCAP, SUNBOW
PRODUCTIONS, INC. and JOHN AND JANE DOES
1 - 10,

Defendants.

ANNE BRYANT,

Plaintiff,

Index No.
2821/2002

-against-

SUNBOW PRODUCTIONS, INC.,

Defendant.

NON-JURY TRIAL - CONTINUED

Rockland Supreme Court
One South Main Street
Suite 200
New City, New York 10956
July 8, 2004

B E F O R E:

HON. ANDREW P. O'ROURKE
JUSTICE OF THE SUPREME COURT

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1 APPEARANCES:
 2 FOR THE PLAINTIFF:
 3 MONAGHAN, MONAGHAN, LAMB & MARCHISIO, ESQS.
 4 150 West 55th Street
 5 New York, New York 10019
 6 BY: PATRICK J. MONAGHAN, JR., ESQ.
 7 -and-
 8 JEFFREY C. PRIMIANO, ESQ.
 9
 10 FOR THE DEFENDANT, BACAL:
 11 DUANE MORRIS, LLP.
 12 380 Lexington Avenue
 13 New York, New York 10168
 14 BY: DAVID S. TANNENBAUM, ESQ.
 15 -and-
 16 ADRIENNE L. VALENCIA, ESQ.
 17
 18 FOR THE DEFENDANT, SUNBOW:
 19 PATTERSON, BELKNAP, WEBB & TYLER, LLP.
 20 1133 Avenue of the Americas
 21 New York, New York 10036-6710
 22 BY: GLORIA C. PHARES, ESQ.
 23 -and-
 24 LAUREN HAMMER BRESLOW, ESQ.
 25
 ALSO PRESENT: JUDITH M. SAFFER, ESQ.
 Assistant General Counsel - BMI

 ROBERT FRITZ
 SENIOR COURT CLERK
 ELIZABETH A. KENT
 SENIOR COURT REPORTER

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2 (Convened: 11:20 a.m.)
 3 (Trial resumes on the record in open court
 4 counsel present and parties present as previously
 5 noted)
 6 THE COURT: All right, so we still have Miss
 7 Bryant on the stand.
 8 CAROL ANNE BRYANT,
 9 the Plaintiff, previously duly sworn
 10 by the Court, resumed the stand
 11 and testified further as follows:
 12 THE COURT: Okay, let's go forward.
 13 THE WITNESS: Good morning.
 14 DIRECT EXAMINATION
 15 BY MR. MONAGHAN: (Continued)
 16 Q. Good morning, Miss Bryant.
 17 A. Good morning, Mr. Monaghan.
 18 Q. Okay. Now, we've seen one settlement which
 19 has already been marked into evidence in this case.
 20 How many settlements have you had with Ford
 21 Kinder?
 22 A. You mean since --
 23 Q. Formal settlements of litigation.
 24 A. Oh, it would be one. 1994.
 25 Q. Yeah. Well, didn't you have a settlement

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 with him in this case before Judge O'Rourke?
 3 A. Oh, yes, that's a settlement. I'm sorry,
 4 that's called a settlement.
 5 MR. MONAGHAN: I'd like to mark this
 6 exhibit, this copy, if we can mark this, it does
 7 have my note, PJM work copy, which would be my
 8 work copy. We can cross that out. We have copies
 9 for the Defendants.
 10 (Plaintiffs' Exhibit No. 32, settlement,
 11 marked for identification)
 12 Q. Miss Bryant, let me show you now Exhibit 32
 13 for identification and I ask you if you can tell the Court
 14 what that is.
 15 A. This is a settlement between Anne and Ford
 16 Kinder in 1994.
 17 Q. Is that a settlement in this courthouse?
 18 A. Yes, upstairs.
 19 Q. Was that the transcript of the settlement?
 20 A. Yes.
 21 Q. Okay. Was that court reporter on that? Was
 22 Elizabeth A Kent the same court reporter?
 23 A. Yes.
 24 You don't remember, though?
 25 COURT REPORTER: No, I don't remember.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. And does your name appear as the Plaintiff
 3 in the case?
 4 A. Yes.
 5 Q. Is that case number 8721/91? Do you see the
 6 index number?
 7 A. Yes, there it is.
 8 MR. MONAGHAN: Okay, we offer that as
 9 Exhibit 32.
 10 THE COURT: Show it to counsel.
 11 MS. PHARES: No objection, your Honor.
 12 MR. TANNENBAUM: Can I have one minute to
 13 read it, please?
 14 THE COURT: No objection. All right, 32 is
 15 admitted into evidence.
 16 MR. TANNENBAUM: Your Honor, can I just read
 17 it? I have not seen this.
 18 THE COURT: You said no objection.
 19 MR. TANNENBAUM: No, Miss Phares did. I
 20 just need one minute.
 21 MS. PHARES: Unfortunately I don't speak for
 22 all.
 23 MR. MONAGHAN: Just as an aside, Judge, I'm
 24 surprised neither Ms. Kent nor Miss Bryant
 25 remember that.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 MS. SAFFER: No objection, your Honor.
 3 MR. TANNENBAUM: I have no objection.
 4 THE COURT: All right, it's in evidence.
 5 Q. Okay, Miss Bryant, I'm going to direct your
 6 attention -- I'm not going to go through all the terms of
 7 the settlement which was set forth on the record.
 8 And, by the way, which law firm represented
 9 you at that time?
 10 A. The best one.
 11 Q. Anyway, but Mark Heinze of our office was
 12 handling it at the time?
 13 A. Yes.
 14 Q. Okay. On Page 3 of the settlement, the
 15 first full paragraph quote --
 16 A. Okay, this is my copy.
 17 Q. -- it says, all BMI monies in Anne Bryant's
 18 name shall remain in Anne Bryant's name with no obligation
 19 to account for Kinder close quote.
 20 Do you see that paragraph?
 21 A. Yes.
 22 Q. What was your understanding of what that
 23 meant?
 24 A. Was that everything that was in my catalog
 25 and had been in my catalog all along I would no longer

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 split with Ford. It had been our practice to split
 3 everything at Kinder-Bryant, and after we ceased working
 4 together at the end of 1989 I continued to pay him half of
 5 everything I received.
 6 Q. At that point in time with respect to the
 7 compositions at issue in this case what was in your
 8 catalog?
 9 A. Well, I had relied upon the statements I had
 10 received in the past to believe that all of these
 11 compositions we've been talking about everything was in my
 12 catalog.
 13 Q. And why was it necessary to have this
 14 understanding with Kinder in 1994?
 15 What was the purpose of it? What was it
 16 supposed to clarify between the two of you?
 17 A. The purpose of it was really settling Kinder
 18 & Bryant as a company that both of us had built.
 19 Q. Okay. Now, let's talk about GI Joe, for
 20 example. Where was GI Joe at this point in time?
 21 A. It was in my catalog.
 22 Q. Okay, and what percentage was ascribed to
 23 you in the catalog?
 24 A. 100 percent. But it was a second name, I
 25 think I told you the Real American Hero, it had two names.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. How about the Transformers?
 3 A. That was in my catalog.
 4 Q. And what percent?
 5 A. 100 percent is Robots In Disguise.
 6 Q. Now, what about the other compositions, the
 7 other musical compositions My Little Pony?
 8 A. My Little Pony, My Little Pony and Friends
 9 and Humanoids, Visionaries, Robotics, they were all
 10 100 percent in my catalog. JEM, JEM Truly Outrageous.
 11 Q. JEM.
 12 A. And the songs for JEM were all in my name at
 13 50 percent because Barry Harmon had written the lyrics and
 14 he got 50 percent.
 15 Q. What happened, if anything, with respect to
 16 changes in the catalog subsequent to this settlement you
 17 had with Mr. Kinder in 1994?
 18 A. Well, I can see in hindsight that many
 19 changes happened in 1994 and right around the heels or
 20 just before the settlement, just after the settlement and
 21 continued throughout the 90s.
 22 Q. Well, give the Judge a general idea of some
 23 of those changes.
 24 A. Well, changes that changed registration of
 25 the Transformers to be very small percentage for me it

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 included Joe, and Ford was listed with a large percentage
 3 of the Transformers. That's one, for example.
 4 Q. Okay.
 5 A. I remember that GI Joe was fully in my
 6 catalog and there are two listings for cues at
 7 100 percent. But I think I told you in 1998 when I went
 8 on-line for the first time and saw that I was -- just
 9 lucky to find this, I saw my catalog and I went down to G
 10 and it wasn't even listed. So I don't know, you know,
 11 what has happened and that was all really confusing.
 12 Q. So --
 13 A. My royalties went away. They just went --
 14 they were like lunch money.
 15 Q. And what is your testimony about the
 16 earliest time that you became aware of changes in your
 17 catalog?
 18 A. I suspected them in '98. But I really saw
 19 them for the first time when I finally got a copy of my
 20 BMI catalog in 2000.
 21 Q. And --
 22 A. And saw the real percentages of changes in
 23 names.
 24 Q. What changes did you authorize in your
 25 catalog between the settlement with Kinder in '94 and the

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 time you got your catalog in 2000, 2001.
3 A. I didn't authorize any changes.
4 Q. What discussions did you have with anyone
5 subsequent to your settlement with Kinder about changes in
6 percentages in the songs attributable to you?
7 A. None, whatsoever.
8 Q. What discussions did you have with Sunbow or
9 with Dobishinsky or with Wildstar or Starwild the BMI
10 publisher about changes in their catalog subsequent to
11 1994?
12 A. None.
13 MR. MONAGHAN: I'm sorry, this one I do not
14 have copies of. If I could just mark this
15 collectively, save some time, four-page exhibit.
16 Top one is a letter dated May 13, 1998 to
17 Mr. Charlie Feldman at BMI. Actually, it's three
18 pages. There is a divider page.
19 THE COURT: All right, this is 33.
20 MS. SAFFER: Your Honor, I wish to register
21 an objection. I'm sure this doesn't fit with any
22 official rules and for that I apologize, but this
23 is the second day in a row in which we are getting
24 exhibits entered into evidence without copies
25 being made. Considering the fact that we ended at

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 4:30 yesterday, and didn't start until 11:30
3 today, if Plaintiff's counsel was planning on
4 producing these, it would have been I believe
5 appropriate for him to give us copies, and I would
6 request that you request that he do that in the
7 future.
8 THE COURT: Whenever possible.
9 MR. MONAGHAN: I'm trying. I gave them
10 copies of the settlement which we made, but I mean
11 we worked until --
12 THE COURT: Was this ever given to them?
13 MR. MONAGHAN: I'm not sure it wasn't
14 provided. I don't recall.
15 MS. PHARES: Do you have production numbers
16 on it?
17 THE COURT: Let's try moving along.
18 (Plaintiff's Exhibit No. 33, three letters,
19 marked for identification)
20 Q. I show you now Exhibit 33, Miss Bryant, can
21 you tell the Court please what that is. Each particular
22 letter.
23 A. Yes, this is my first written inquiry to BMI
24 in 1998, May 13th 1998, when I wrote -- I was told to
25 write to Charlie Feldman.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 Q. And did that May 13, 1998 letter elicit a
3 response from BMI?
4 A. None, whatsoever.
5 Q. Okay, what did you do next?
6 A. I wrote to him again in June 27, 1998, and I
7 sent a copy of my May 13th letter.
8 MS. PHARES: Objection, your Honor. Is the
9 witness testifying or is she reading the document?
10 THE WITNESS: Oh, I'm sorry, I did that
11 wrong yesterday too. This is a copy. He asked me
12 what I did next.
13 Q. Okay.
14 A. I'll identify this. June 27th, 1998, my
15 second letter to Mr. Charlie Feldman.
16 Q. You wrote that letter?
17 A. Yes.
18 Q. Okay. And how about the third document?
19 A. This is a much later letter from Allison
20 Smith, it was sent via E-mail, which referred also to
21 earlier letters I had written to a second gentleman at BMI
22 named John Marsico.
23 Q. What is the date on this one?
24 A. The date on this is Monday -- 17 January,
25 2000.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 Q. Okay. And that's an E-mail to you from BMI?
3 A. Yes.
4 MR. MONAGHAN: We offer that as Exhibit 33
5 in evidence, your Honor.
6 MR. TANNENBAUM: May we see it?
7 THE COURT: It's hard to believe this wasn't
8 made available.
9 MR. MONAGHAN: I think it was in motion
10 papers.
11 THE WITNESS: Wasn't it with our original --
12 THE COURT: Hold on, let them take a look at
13 it, see if they have a problem with it.
14 MR. MONAGHAN: Certainly BMI has it.
15 MS. SAFFER: No problem, yes, but BMI didn't
16 realize we were involved in this litigation until
17 two days ago, so forgive me for not giving copies.
18 MS. PHARES: Your Honor, we object to the
19 extent that most of this inquiry or at least to
20 the extent that this inquiry relates to GI Joe
21 unless Plaintiff is going to produce that written
22 document sheet was going to bring to court today
23 showing her entitlement to make claims on GI Joe.
24 THE COURT: Well, I assume that's why 32 was
25 put into evidence, the stipulation of settlement.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Is there another document?
 3 MS. PHARES: No, that cannot be, because
 4 that is a 1994 document and the witness testified
 5 this was an agreement made two months ago.
 6 THE COURT: Well, I don't know about that.
 7 Maybe you ought to ask that on cross-examination.
 8 But I'm going to allow these in. These are
 9 documents from your company or sent to your
 10 company.
 11 MS. PHARES: Not to Sunbow, your Honor.
 12 MS. SAFFER: Your Honor, they were sent to
 13 my company and I have no objection.
 14 THE COURT: Sorry.
 15 MR. TANNENBAUM: No objection.
 16 THE COURT: All right, so they are in.
 17 (Plaintiff's Exhibit No. 33, marked and
 18 received in evidence)
 19 Q. Now, if I can turn your attention, Miss
 20 Bryant, to your tally sheet. And I forgot the exhibit
 21 number.
 22 THE COURT: It's 30.
 23 MR. MONAGHAN: And if I may ask, your Honor,
 24 I see the videos and DVDs have been returned, and
 25 I wanted to see if we can understand whether or

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 not there is any contention that it is not Miss
 3 Bryant's music.
 4 MR. BACAL: No, I looked at everything last
 5 night, but not everything on -- everything -- not
 6 every feature on the DVDs or anything like that.
 7 But I looked at the shows. The shows are the
 8 shows that Sunbow created in the 80s and those
 9 shows had music by Anne or Ford or Anne and Ford
 10 as basically was discussed.
 11 MR. MONAGHAN: Can we stipulate that what
 12 Mr. Bacal just said would be accepted as sworn
 13 testimony even though he has not been sworn in
 14 yet?
 15 THE COURT: Well, it is a stipulation.
 16 MR. MONAGHAN: Okay.
 17 THE COURT: Do all the attorneys agree to
 18 it?
 19 MR. TANNENBAUM: Yes.
 20 MS. SAFFER: Agreed.
 21 MS. PHARES: Agreed, your Honor.
 22 THE COURT: Okay, so it is before the Court.
 23 Even better than sworn testimony, it is something
 24 that everybody agrees to.
 25 MR. MONAGHAN: All right.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. Do you have that exhibit before you? It is
 3 Exhibit 32, was it?
 4 MS. SAFFER: Your Honor, as long as this is
 5 a trial before you, there's no jury, I would like
 6 to ask a -- request again slightly out of order.
 7 Yesterday you asked me to have BMI do a tally.
 8 BMI is in the process of doing that. It will be
 9 available after the lunch break. I think it would
 10 be very helpful if we waited for this little part
 11 of the testimony until we had that as well so that
 12 everybody is in a position to make comparisons.
 13 THE COURT: Well, I try not to try counsel's
 14 case for him. If he wants to go into this I am
 15 going to let him.
 16 MS. SAFFER: Okay.
 17 THE COURT: Okay, let's go.
 18 MR. MONAGHAN: I would be happy to revisit
 19 those areas that are new subject matter.
 20 THE COURT: I hope you finish the direct
 21 this morning. You told me you had an hour. Let's
 22 go.
 23 MR. MONAGHAN: Judge, I misspoke as lawyers
 24 are wont to do.
 25 THE COURT: Let's go.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 BY MR. MONAGHAN:
 3 Q. Okay, you have the exhibit before you, the
 4 tally sheet?
 5 A. Yes.
 6 Q. I think you explained to the Court what your
 7 methodology was?
 8 A. Yes.
 9 Q. And you explained that you also have the
 10 background documents which were in that case?
 11 A. Yes, which is --
 12 THE COURT: 31.
 13 MR. MONAGHAN: 31.
 14 Q. Okay, I just want to give an example, a
 15 couple of examples to the Court of what kind of
 16 information you were able to locate and conclude from your
 17 analysis.
 18 Now, the -- if you can go to I believe it is
 19 Page 7 -- let me back up a little bit. Let me back up a
 20 little bit.
 21 The time period covered by this analysis was
 22 '88 through 2000; is that right?
 23 A. Yes.
 24 Q. Okay. But you also had some subsets of
 25 that, did you not?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Yes.
 3 Q. You took into account that there was an
 4 issue, at least a potential issue of the statute of
 5 limitations; is that right?
 6 MS. PHARES: Objection. Leading.
 7 THE COURT: Sustained.
 8 A. Yes, I did. I did it one way and then when
 9 I heard about that time period I said I should maybe, you
 10 know, separate it.
 11 Q. Okay. And you did this work yourself?
 12 A. Yes.
 13 Q. And it is on Excel spread sheet; is that
 14 what they call it?
 15 A. Yes.
 16 Q. I've never done it?
 17 A. I am really good at Excel. I love Excel.
 18 Q. Now, if you did so determine, what records
 19 did you determine when not available to you to complete
 20 that picture in that time period?
 21 A. Well, there were lots of statements that
 22 weren't -- I can hold this up. You see those red blocks
 23 are wherever they are, they represent missing statements
 24 on somebody's part. And there are a few grey blocks as
 25 well that -- if I can find them -- that I put in my own

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 statements that were provided -- oh, no, I don't have
 3 that -- to try to be sure where I got these from. I was
 4 missing a few statements but I had my originals, so I put
 5 the numbers in and I put it -- little grey highlight so
 6 that it was clear that that came from my own original.
 7 Those particular statements were missing from BMI. So
 8 that was kind of the way I color coded everything so that
 9 I could know when something was missing.
 10 Q. Now, if I could direct your attention to
 11 Page 6?
 12 A. You have numbers on yours?
 13 Q. Yeah, I do. Up at the top right.
 14 A. Oh, I see it there.
 15 Q. Very tiny numbers?
 16 A. Very tiny.
 17 Q. And is there a blue line across your --
 18 A. Yes.
 19 Q. Okay, what is the significance of that?
 20 A. Well, that would be when the statute of
 21 limitations that we talked about in this case began.
 22 Q. So just for the purposes of the calculation
 23 you put that in there to calculate from --
 24 A. Yeah, to separate all these numbers.
 25 Q. And what statements are -- did you analyze

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 following that entry on 351 on Page 6 what period of time?
 3 A. Well, what I have here is 5/18/94. I think
 4 what happens is I ended the quarter ending nine -- '93 is
 5 what I wrote in a blue line, then after that statements
 6 received for 5/18/94. It says quarter 5/18/94. I did
 7 this what three years ago, so I would have to -- I need
 8 more information than that. I might want to double check
 9 it.
 10 Q. So let me take you -- this is strictly
 11 illustrative. It is in evidence. And the Court will have
 12 an opportunity to look at it if it wishes.
 13 If I could direct you to Page 7, Line 381.
 14 A. 381. Yes.
 15 MR. TANNENBAUM: That's the line on the left
 16 hand column.
 17 MR. MONAGHAN: The Excel number.
 18 THE WITNESS: It is the greatest program.
 19 Q. These numbers on the left-hand side, they
 20 continue seriatim from one through the end; is that
 21 correct?
 22 A. Yes.
 23 Q. Now, that Line 381, would you read into the
 24 record what information is shown on that line?
 25 A. All right.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. Actually, if I can direct you to Line 377 --
 3 why don't we do this. Explain what the entries are
 4 beginning on Line 377 on Page 7 of your tally sheet?
 5 A. Okay.
 6 THE COURT: Mr. Monaghan, I don't have a
 7 copy of this.
 8 MR. MONAGHAN: I can give you one.
 9 THE COURT: It might be helpful.
 10 MR. MONAGHAN: If I can approach the witness
 11 and look at it the same time.
 12 A. I would give you the date.
 13 Q. You have to speak up.
 14 A. I would give you the date.
 15 Q. That has the date of what?
 16 A. Of the statement.
 17 Q. So what's the statement you are talking
 18 about?
 19 A. Statement 90794. And it was a T.V. -- T.V.
 20 BG. T.V. background.
 21 Q. Who prepared that statement?
 22 A. The statement I worked from was from --
 23 provided by BMI when you subpoenaed them for the payment
 24 records of -- from statements for all of us, for myself,
 25 for Joe, for Ford and for Starwild.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. Okay. And what information is being
 3 reported in that statement?
 4 A. All right, several different titles. GI
 5 Joe, average background, GI Joe Theme.
 6 Q. So you are looking at Column C?
 7 MR. TANNENBAUM: Can we have an explanation
 8 as to what column means so we can follow up?
 9 THE WITNESS: You don't have it on the
 10 header?
 11 MR. TANNENBAUM: We need to have it
 12 explained what the headers are.
 13 MR. MONAGHAN: That's fine. Thank you.
 14 A. You want me to go across the headers?
 15 Q. Go across the top, yes.
 16 A. It is easier to see on the first page. The
 17 date of the statement as shown on the reports they sent
 18 me -- sent us. BMI exhibit, it looks like T.V. background
 19 or foreign. What kind of BMI category. The song titles
 20 represented in each statement.
 21 Q. You have to say which column you are
 22 referring to, please.
 23 A. Oh, A is date. B is the type of statement.
 24 C represents song titles on the statements. D --
 25 Q. Go slow here, please, so you can make it

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 very clear.
 3 A. D, BMI paid to FK, Ford Kinder, as per
 4 Sunbow.
 5 Q. Okay. Let's stop there.
 6 How do you know that?
 7 A. Well, they were the publisher.
 8 Q. Well, how do you know that, for example, on
 9 your entry on 377? Line 377 you have the sum of \$51.96.
 10 A. Yes.
 11 Q. Where did you get that?
 12 A. I got it from these pieces of paper that
 13 they sent, the payment statements that they sent, that
 14 what was paid to each of us in each one of these
 15 statements.
 16 Q. So this is, according to the column heading,
 17 paid to Ford Kinder by BMI statement that you obtained in
 18 this litigation?
 19 A. And we have them in that little box.
 20 Q. Okay. And what about Column E?
 21 A. Column E, BMI paid to GE, that is Joe Bacal
 22 as per Sunbow the publisher.
 23 MS. SAFFER: Your Honor, I object on the
 24 grounds that I don't understand. I mean --
 25 MR. MONAGHAN: That's not an objection I'm

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 aware of.
 3 MS. SAFFER: I think --
 4 MR. MONAGHAN: It's a good one, though.
 5 MS. SAFFER: Can I then again just
 6 respectfully ask her to explain what she means as
 7 per Sunbow, so that we are all following?
 8 THE WITNESS: Okay.
 9 Q. Be as, what shall I say, as complete as you
 10 can about -- did you use some shorthand terms here?
 11 A. I did. But Sunbow was a publisher. Two
 12 companies Starwild and Wildstar. And had the authority
 13 and the responsibility to register these. I didn't have
 14 any authority to make any changes in registrations, you
 15 know. So I relied on them to make all the registrations
 16 properly.
 17 MR. MONAGHAN: Can we just have a
 18 stipulation that these were the two publishing
 19 arms of Sunbow? Starwild being the BMI?
 20 MS. PHARES: No objection, your Honor.
 21 MS. SAFFER: Starwild being what?
 22 MR. MONAGHAN: Starwild being the BMI
 23 publisher.
 24 MS. SAFFER: And Sunbow.
 25 MS. PHARES: And Wildstar.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 MS. SAFFER: Oh, in other words, Sunbow
 3 only, Wildstar and Starwild. No objection.
 4 MR. MONAGHAN: Right.
 5 MS. SAFFER: Sorry.
 6 MS. PHARES: But I would join in the -- I
 7 don't understand this column as per Sunbow. Are
 8 we talking about a document that is being referred
 9 to?
 10 MR. MONAGHAN: I'll try and elaborate on
 11 that. We'll have the witness do that. And I'm
 12 sure you folks will bring it out on
 13 cross-examination.
 14 MS. PHARES: Well, I'm just trying to
 15 understand your chart.
 16 MR. MONAGHAN: I'm trying to take the
 17 witness through it.
 18 THE COURT: Let's go ahead.
 19 Q. Column D apparently requires a little
 20 further explanation of the heading. Can you try and
 21 elaborate a little bit, Miss Bryant? You say quote BMI
 22 PD, I assume that means paid? FK is Ford Kinder?
 23 A. Uh-huh.
 24 Q. Then you say as per Sunbow/PUB; is that an
 25 L --

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Yes.
 3 Q. -- period?
 4 A. Meaning publisher.
 5 Q. Okay. And what were you looking for for
 6 example when you inserted the sum of \$51.96 in that
 7 column?
 8 A. I was looking at Ford Kinder's statement
 9 that was provided by BMI.
 10 Q. Do you think -- I know this will be tricky,
 11 but if I show you the box do you think you could find that
 12 particular one?
 13 A. 1994? Where was it. 9/7/94. Yeah, I tried
 14 to keep it really in order. This was drudgery. Here it
 15 is.
 16 Q. Where is the \$51.96?
 17 A. 51.96.
 18 MR. MONAGHAN: We can mark this 31A, Judge?
 19 THE COURT: No, make it 34.
 20 MR. MONAGHAN: 34.
 21 (Plaintiff's Exhibit No. 34, marked for
 22 identification)
 23 MR. MONAGHAN: Which will be included in 31?
 24 THE COURT: Yes.
 25 MR. MONAGHAN: Okay, just for clarity sake

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 for the record Exhibit 34 has been taken out of
 3 Miss Bryant's box which is Exhibit 31. We'll try
 4 and make copies and keep it as a separate exhibit
 5 and then return copies to the box and furnish
 6 copies to counsel.
 7 Okay. Now, Exhibit 34, we just talked about
 8 the sum of \$51.96, I think?
 9 A. Yes.
 10 Q. Can you show the Court, please, where that
 11 sum appears in Exhibit 34?
 12 MR. TANNENBAUM: I'm sorry, what line is
 13 that?
 14 MS. SAFFER: 377.
 15 MR. MONAGHAN: Yes, 377.
 16 A. On Page 2 it says 9/7/94 Kinder. I wrote
 17 that up there. And it says GI Joe average, 51.96 for the
 18 background amount.
 19 Q. What is this piece of paper? What is it
 20 designated as?
 21 A. This is BMI on-line royalty statements, T.V.
 22 BG royalty details.
 23 Q. Okay.
 24 A. And it might have been run on a certain
 25 date. 3/1/02.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. And in the exhibit that you have in your
 3 hand, which we will be moving into evidence separately,
 4 unless 31 is already in -- well, I suppose we'll move it
 5 separately.
 6 What other information?
 7 THE COURT: 31 is not in evidence. It's for
 8 identification only.
 9 Go ahead.
 10 Q. What other information is in the Exhibit 34
 11 that you had that relates to your tally sheet exhibit?
 12 A. On line 377?
 13 Q. Yes, on that line?
 14 A. I see the Joe Bacal statement, same type of
 15 statement run on the same date. GI Joe average
 16 background. Fifty-eight -- forty-eight, I'm sorry,
 17 forty-eight ninety-two. There it is.
 18 Q. And that's referencing the payment made by
 19 BMI to Mr. Bacal?
 20 A. Yes.
 21 Q. Okay. Now, what column, Column F, same
 22 line, 377 on the tally sheet has the sum of \$3,807.85.
 23 A. That's on the last page. That's Starwild
 24 Music GI Joe average background amount, 3807.85.
 25 Q. What is your understanding of what that

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 means?
 3 A. That's what the publisher got.
 4 Q. So in that same September 7, '94 statement,
 5 according to your analysis and Exhibit 34, the publisher
 6 Starwild received \$3,807.85?
 7 A. Yes.
 8 MR. TANNENBAUM: Is that is what is
 9 reflected on Column F in the chart? You stopped
 10 identifying the headings.
 11 MR. MONAGHAN: Yes.
 12 A. BMI pages Starwild. They got so much more
 13 than the writers.
 14 Q. Do you have any explanation for the
 15 difference between what the publisher got and the
 16 reporting on the same statements with respect to the same
 17 song as between what the publisher got and what Ford
 18 Kinder and Joe Bacal got?
 19 A. Well, what I was saying yesterday, if you
 20 total up what the writers got it's supposed to be equal to
 21 what the publisher got.
 22 Q. Okay. Now, we just talked about your
 23 settlement --
 24 MS. SAFFER: Excuse me, I object. If the
 25 witness wants to say that's her understanding,

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 that's fine.
 3 THE COURT: That's her position.
 4 MS. SAFFER: Okay.
 5 Q. Relate this, please, to the settlement that
 6 we just saw in the record with Mr. Kinder.
 7 A. Well, I thought I was supposed to get all of
 8 that.
 9 Q. Okay. So your contention is that as a
 10 result of the settlement even though Mr. Kinder had
 11 written GI Joe --
 12 A. Yes.
 13 Q. -- that because it was in your catalog --
 14 A. Yes.
 15 Q. -- you were entitled to the money?
 16 A. Yes.
 17 Q. Okay. Have you found any explanation at all
 18 in the course of this litigation for the disparity between
 19 the writer payments and the publisher payments?
 20 A. No one has given me any explanation. I have
 21 not found any.
 22 Q. What was your understanding what Mr. Bacal
 23 was vis-a-vis Sunbow? What was his position at Sunbow?
 24 A. I thought he was the co-chairman and
 25 creative director.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. And what was his position at G.B.I., which
 3 is Griffin-Bacal, Inc.?
 4 A. Co-chairman and creative director, as I
 5 understood it. That's my memory.
 6 Q. And through what period of time, as far as
 7 you know? If you don't know then you don't know.
 8 A. The two companies were sold at different
 9 times I've learned and --
 10 Q. Okay.
 11 MR. TANNENBAUM: Could we finish the
 12 headings on the chart?
 13 MR. MONAGHAN: Yes, I'm sorry. I don't
 14 know, did I give you the store and give you my own
 15 internal comments here?
 16 MR. TANNENBAUM: No, no.
 17 THE WITNESS: Did you want me to do 381?
 18 MR. MONAGHAN: Do you have a H?
 19 MR. TANNENBAUM: We stopped at E. If we
 20 could go through -- A through M.
 21 Q. Okay, Column F, Miss Bryant.
 22 A. According to these statements that I have,
 23 what BMI paid to Starwild.
 24 Q. Starwide is a BMI publisher?
 25 A. Yes.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. And what is column G?
 3 A. I'm looking at what went to different people
 4 that should have been -- should have remained in my
 5 catalog. Those were dollars I should have received
 6 anyway.
 7 Q. Okay. Now, for example, on Line 377, you do
 8 not indicate any monies due Anne Bryant in Column G; is
 9 that right? With respect to GI Joe? That same line you
 10 just --
 11 A. No, I don't know why I must have missed it.
 12 I hope not.
 13 Q. Okay.
 14 A. I have to look into that, but I will at
 15 lunch.
 16 Q. Well, when was your settlement with Kinder?
 17 A. Oh, that's why. That's why.
 18 Q. Is that the explanation?
 19 A. Yes.
 20 Q. All right. But, however --
 21 MS. SAFFER: Excuse me, that's why is the
 22 answer?
 23 A. Oh, I have to answer that better.
 24 If you look at the No. 383 you will see 1994
 25 September settlement. Now, Bryant keeps 100 percent of

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 earnings and that affected it. I'm sorry to be unclear.
 3 Q. Okay. Now, going back let's look at --
 4 we're still dealing with that September '94 statement, if
 5 we can.
 6 A. Yeah.
 7 Q. After the GI Joe line, there is on line 378
 8 there's TH; what is that?
 9 A. That means theme.
 10 Q. For what song?
 11 A. Transformers Theme.
 12 Q. Okay. And Column D reflects Column D on the
 13 same line reflects the sum of 1662; is that right?
 14 A. No. That's GI Joe Theme. Column D.
 15 Q. Right. I think you missed the line I was
 16 talking about.
 17 A. You are talking about 378?
 18 Q. Yes.
 19 A. Oh, okay.
 20 Q. Where did you get that information?
 21 A. From this statement.
 22 Q. The same statement you have in front of you
 23 now?
 24 A. Yes.
 25 Q. Okay, which particular page?

<p style="text-align: right;">Page 369</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 A. It would be Page 2, would be Ford's -- here</p> <p>3 it is theme amount, 1662.</p> <p>4 Q. Okay. And that was payable to Sunbow</p> <p>5 according to your chart? I'm sorry, Kinder?</p> <p>6 A. To Ford Kinder, yes.</p> <p>7 Q. And can you describe the Column E?</p> <p>8 A. Column E is \$6.55 payable to Jules Bacal.</p> <p>9 Q. And a dollar eighty-seven to Starwild?</p> <p>10 A. Yeah, dollar eighty-seven.</p> <p>11 MR. MONAGHAN: Can we move this exhibit into</p> <p>12 evidence, your Honor?</p> <p>13 MR. TANNENBAUM: I would just like to take a</p> <p>14 quick look at it, please.</p> <p>15 MR. MONAGHAN: Yes.</p> <p>16 MR. TANNENBAUM: Thank you.</p> <p>17 THE COURT: Okay, yes that's 34, right.</p> <p>18 THE WITNESS: Don't you want to ask me to</p> <p>19 look at that statement for the last payments?</p> <p>20 MR. MONAGHAN: I guess I do.</p> <p>21 (Pause in the Proceedings)</p> <p>22 MR. TANNENBAUM: Just so we know, the</p> <p>23 handwriting on the last page is Miss Bryant's?</p> <p>24 THE WITNESS: I guess.</p> <p>25 MR. TANNENBAUM: All right, I have no</p>	<p style="text-align: right;">Page 371</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 Bryant -- gives her subrogation rights to GI Joe,</p> <p>3 that is a legal problem. And the other is that</p> <p>4 you've said that there was something else that</p> <p>5 happened two months ago. That obviously isn't in</p> <p>6 either of those stipulations.</p> <p>7 MR. MONAGHAN: Correct. And we're not</p> <p>8 pursuing that. We're not pursuing any claims --</p> <p>9 THE COURT: Other than what's in those --</p> <p>10 MR. MONAGHAN: -- other than what's in the</p> <p>11 record already.</p> <p>12 If I may, this relates to, you know, what is</p> <p>13 shown on the tally sheet, and the -- well, I'll</p> <p>14 just leave it with that.</p> <p>15 THE COURT: Plaintiff's 34 is now marked as</p> <p>16 Plaintiff's 34 in evidence.</p> <p>17 (Plaintiff's Exhibit No. 34, marked and</p> <p>18 received in evidence)</p> <p>19 THE COURT: Let's go.</p> <p>20 Q. Now, you also have on your tally sheet a</p> <p>21 reference to on line 381 same statements -- I guess that</p> <p>22 is ML Pony in this Column C, correct?</p> <p>23 A. Yes.</p> <p>24 Q. This is, I assume, what you wanted me not to</p> <p>25 forget?</p>
<p style="text-align: right;">Page 370</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 objection.</p> <p>3 MR. MONAGHAN: Do you want to pursue that</p> <p>4 or -- I'm happy to.</p> <p>5 MR. TANNENBAUM: She answered it.</p> <p>6 MR. MONAGHAN: Yeah, there is some</p> <p>7 handwriting on the last page.</p> <p>8 Q. Anne, do you recognize that?</p> <p>9 A. Oh, yeah.</p> <p>10 MS. PHARES: Your Honor, I will have a</p> <p>11 standing objection to the continuing testimony</p> <p>12 about the GI Joe until we see this agreement in</p> <p>13 which she claims to have acquired rights in GI</p> <p>14 Joe, because as far as I can tell this Plaintiff</p> <p>15 doesn't have standing on this issue.</p> <p>16 MR. MONAGHAN: It's not a valid objection at</p> <p>17 all.</p> <p>18 MS. PHARES: I'm going to object to every</p> <p>19 piece of evidence, but we keep going over and over</p> <p>20 this, and we were told it was coming last evening</p> <p>21 and it is not here this morning, and I do want to</p> <p>22 preserve the record.</p> <p>23 THE COURT: All right, there's two different</p> <p>24 problems as I see. One is you put in some</p> <p>25 stipulations that you say sort of makes Anne</p>	<p style="text-align: right;">Page 372</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 A. I thought you had asked me to look at it.</p> <p>3 Q. Column F, has the sum of \$2,510.08?</p> <p>4 A. Yes.</p> <p>5 Q. Is that information in Exhibit 34?</p> <p>6 A. Is that this?</p> <p>7 Q. Yes.</p> <p>8 A. Yes.</p> <p>9 Q. And can you show the Court, please, where</p> <p>10 that number appears.</p> <p>11 A. Second line on Starwild's statement. That's</p> <p>12 the fourth page right there. 2510.80.</p> <p>13 Q. And you have Column G.</p> <p>14 Due AB.</p> <p>15 A. Due.</p> <p>16 Q. It's a claim you are making in this case?</p> <p>17 A. Yeah. Yes.</p> <p>18 Q. The sum of 2,510.80 appears again in Column</p> <p>19 G, correct?</p> <p>20 A. Yes.</p> <p>21 Q. And then you have Column H before you?</p> <p>22 A. Yes.</p> <p>23 Q. And what does that say?</p> <p>24 A. It says there's no writer payment. There is</p> <p>25 a publisher payment without there being a writer payment.</p>

<p style="text-align: right;">Page 373</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 Q. What does that mean to you?</p> <p>3 A. It means the writer didn't get paid. I</p> <p>4 don't understand it. You have the statements. None of us</p> <p>5 got paid for that.</p> <p>6 MR. MONAGHAN: Can I see what you guys have?</p> <p>7 Yeah, if you don't mind. Unless you have notes on</p> <p>8 it. Anybody have a clean --</p> <p>9 Okay, that's the same. Thank you very much.</p> <p>10 THE COURT: Mr. Monaghan I want to get this</p> <p>11 straight, it is the Plaintiff's position that as</p> <p>12 to Line 381 that Miss Bryant should have received</p> <p>13 50 percent of that?</p> <p>14 MR. MONAGHAN: No, she should have received</p> <p>15 100 percent of that.</p> <p>16 THE COURT: Well, that would leave the</p> <p>17 publisher getting nothing then.</p> <p>18 MR. MONAGHAN: No, no, I'm sorry, Judge, I</p> <p>19 didn't mean to say it that way. When the</p> <p>20 publisher receives a dollar the writer is supposed</p> <p>21 to receive a dollar. Every song BMI --</p> <p>22 200 percent. It's not 100 percent. It is</p> <p>23 200 percent. There is a --</p> <p>24 MS. SAFFER: Excuse me --</p> <p>25 THE COURT: Let him finish.</p>	<p style="text-align: right;">Page 375</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 these shows, as will be shown later on, had</p> <p>3 additional writers.</p> <p>4 THE COURT: Okay, I got the picture.</p> <p>5 Go ahead.</p> <p>6 MS. SAFFER: Right, correct.</p> <p>7 MR. TANNENBAUM: Two seconds. You are not</p> <p>8 making a claim for publisher shares, you are just</p> <p>9 using what is listed for the publisher shares.</p> <p>10 MR. MONAGHAN: We are not making a claim for</p> <p>11 publisher shares.</p> <p>12 THE WITNESS: No.</p> <p>13 THE COURT: Okay, let's go ahead.</p> <p>14 MR. MONAGHAN: We could go through other</p> <p>15 examples but I think the drill is fairly clear</p> <p>16 here, your Honor.</p> <p>17 Q. The exhibit is in evidence and, Miss Bryant,</p> <p>18 what would your testimony be if I took you through similar</p> <p>19 entries and similar statements? Would it be essentially</p> <p>20 the same drill --</p> <p>21 THE COURT: Well, why don't we jump to the</p> <p>22 last page as to what her conclusions are.</p> <p>23 MR. MONAGHAN: I was going to do that.</p> <p>24 MR. TANNENBAUM: Could we have explanations</p> <p>25 to Columns H through M? Just the headings?</p>
<p style="text-align: right;">Page 374</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MS. SAFFER: I'm sorry.</p> <p>3 MR. MONAGHAN: Yes, so that if there is a</p> <p>4 statement that shows a dollar to the publisher,</p> <p>5 there should be a corresponding statement showing</p> <p>6 a dollar to the writer. On Line 381, there isn't</p> <p>7 even any sum going to anybody, any writer.</p> <p>8 Now, My Little Pony is Miss Bryant's song.</p> <p>9 THE COURT: All right, now --</p> <p>10 THE WITNESS: My Little Pony and Friends.</p> <p>11 THE COURT: -- Miss Saffer wants to say</p> <p>12 something.</p> <p>13 MS. SAFFER: Yes, I object to the fact that</p> <p>14 Plaintiff's counsel is characterizing and</p> <p>15 explaining BMI's procedures and, frankly --</p> <p>16 THE COURT: Well, I asked him that's why he</p> <p>17 is doing --</p> <p>18 MS. SAFFER: Would you ask me too then?</p> <p>19 THE COURT: That's why I called on you.</p> <p>20 MS. SAFFER: Thank you.</p> <p>21 THE COURT: Believe me, I don't want to make</p> <p>22 this a debating club, I want to understand this</p> <p>23 evidence as it is going in.</p> <p>24 MS. SAFFER: All this indicates is there was</p> <p>25 no writer payment made to this writer. Many of</p>	<p style="text-align: right;">Page 376</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MR. MONAGHAN: That is a good question. I</p> <p>3 appreciate that.</p> <p>4 Q. What information did you intend to provide</p> <p>5 in Column H?</p> <p>6 A. General comments what would seem to be</p> <p>7 incorrect to me that none of the writers were paid or</p> <p>8 large difference in what the publisher and the writer were</p> <p>9 paid or some missing statements, just commentary of any</p> <p>10 kind to help me stay straight on what I was doing too as</p> <p>11 much as anybody else.</p> <p>12 Q. All right, you have columns I through M, do</p> <p>13 you not?</p> <p>14 A. I through M, yes.</p> <p>15 Q. And each song with the corresponding letter</p> <p>16 of the alphabet?</p> <p>17 A. Each song seemed to be an issue for us.</p> <p>18 Once I looked at the problem that I discovered in trying</p> <p>19 to sort all of this out I made a copy. If it was a GI Joe</p> <p>20 title, it is not additional, it is just a breakdown</p> <p>21 further of GI Joe Transformers, My Little Pony, My Little</p> <p>22 Pony and Friends, JEM and Visionaries.</p> <p>23 Q. And the color coding red is meant to</p> <p>24 indicate what?</p> <p>25 A. A missing statement.</p>

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Q. Do you have any explanation for why we weren't provided those statements?

A. It was -- you can see a series of documents that there were this high, and I think they were just missing some of them. They were all out of date, order and, you know, and not alphabetized.

Q. Let's pick up on the Judge's question. What conclusions did you reach with respect to the period of time covered in this exhibit?

MS. PHARES: Are you referring to the limitations period in this case?

MR. MONAGHAN: I'm asking the witness what her gross conclusions were.

A. That there were changes to my BMI catalog.

MS. PHARES: That I object on relevance, your Honor.

THE COURT: Yeah, let's go to the last page.

Q. Page 14 and Line 805, can I direct your attention?

A. Yes.

Q. Okay. What information is contained on Line 805? Take it column by column, if you would.

A. Well, I just used the two left columns, actually there's three left, to try to say what this 805

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was going to mean, you know?

Q. Well, tell us.

A. I counted up the 2001, which is really all I had to work with for -- after 2001 there weren't Anne, Ford, Joe, Starwild. There were just little pieces of paper that I couldn't compare to anything else, so I went up to that point.

Q. From what point?

A. From the beginning of this statement.

Q. Okay.

A. Okay. And I came up with a total for Ford, a total for Joe, and a total for Starwild. And then I totaled my own, what I felt -- truly felt properly was due to me.

Q. Well, when you say you truly felt you just did the arithmetic?

A. I did the arithmetic as I -- as I went along I went to each entry and said what is wrong here? There was a part of me that was just doing bookkeeping work, looking at each statement and writing down everybody's amount. There was another part saying, well, what is wrong with that? Is there anything wrong with that?

Q. Well, if we take the numbers that are in Column E, all of the numbers from the beginning of the

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form to the end of this exhibit, will we get \$37,041.58?

A. Yes. I did it on sum total from Excel.

Q. So, according to your analysis, that is the sum that Mr. Bacal received over the entire period of time?

A. Yes, according to these statements that they provided.

Q. Okay. Now, the same question as to Column F and Starwild?

A. Yes. \$516,000.86.

Q. Okay. And Column G?

A. These are the parts of all of these statements that I -- I added up to be what I should have received in lieu of the other people. Or that was missing altogether from Starwild.

Q. Okay.

A. But there were a number of missing statements, you know, for all of us.

Q. And that sum is, for the record?

A. \$238,389.28.

Q. Okay.

MS. PHARES: Your Honor, I just have -- just for clarification, because I've had a lot of trouble, are the numbers in the Anne Bryant column

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also from royalty statements or are they the witness's calculation based on what she says is due her? As opposed to paid to her like the other columns?

MR. MONAGHAN: Every entry on Column G has a corresponding entry in one of the preceding columns which tells you where that sum comes from.

MS. PHARES: And the first three, D, E and F, say paid, and the one G for Miss Bryant says due. Is there supposed to be -- is that a significant difference? That's what I'm trying to figure out.

THE COURT: Well, I really think you are into cross-examination, counselor, but if the witness can answer the question.

Q. Miss Bryant, I take it you are claiming that you are owed \$238,389.28 because you should have gotten that money on the basis of the calculations in Column D, E and F?

A. Yes. And on the basis of what had been in my catalog all along they seemed to have been moved around for some reason.

Q. Now, you also did some calculations, and without accepting whether or not the statute of

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 limitations applies which is a legal issue that is still
 3 under -- still under discussion, you also did some
 4 calculations in August of '94?
 5 MS. SAFFER: Excuse me, your Honor --
 6 MR. MONAGHAN: Can I just make a statement
 7 without you guys jumping in in the middle of it?
 8 The way I make objections, you know, I wait until
 9 the other side is done.
 10 THE COURT: I think the problem is it is
 11 comment. Let's go on with questions. Let's go.
 12 Q. Line 799, Miss Bryant, and 800, I guess.
 13 What information is on those -- those two
 14 lines across the form?
 15 A. It says, 894, August '94 to 2001 column
 16 totals. It is a subtotal if you based it upon the total
 17 from August of '94, which was the beginning of what
 18 everybody is saying is the statute of limitations here.
 19 So I wanted to give you another total, it's a less total
 20 because there is less years involved, you know, so we
 21 would have that for our information too, and there are
 22 different totals for each person. And for Starwild and
 23 for me.
 24 Q. Okay, can you take us through each column
 25 and give the figure in each column?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Ford Kinder in Column D, 22,194.80, which is
 3 written in my hand because I realize that I double entered
 4 a total just above it which I crossed out. And Excel was
 5 very kind to tell me about that.
 6 Joe's column, Joe Bacal's column, 6820.27.
 7 Starwild --
 8 Q. Can I stop you there for a second.
 9 You've been in this courtroom and you have
 10 heard mention only that approximately \$2,000 are monies
 11 received by Mr. Bacal according to his counsel in his
 12 opening statement.
 13 What songs are represented in this figure of
 14 6,820.27?
 15 A. Well, I see Transformers, Visionaries,
 16 Transformers --
 17 Q. The songs that are at issue in the case?
 18 A. Yes.
 19 Q. Okay. Can you proceed to the next column.
 20 A. Okay. In the Starwild column the smaller
 21 total, you know, for the shorter six years is 123,173.18.
 22 Q. Next column?
 23 A. And then my column due Anne Bryant is
 24 128,399.36.
 25 Q. And how did you arrive at that?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. The same way I arrived at the larger total.
 3 Just add up all of my amounts in contention here.
 4 Q. Now, if -- can you tell us, please go across
 5 with the same line that you are dealing with which is line
 6 800, in each of the columns I, J, K, L and M?
 7 A. These are subtotals for each of the products
 8 that -- and themes. Actually, they are all themes. No,
 9 some are both. That are in the case. GI Joe. I broke
 10 them out. 22,899.79.
 11 Q. That's 889, in fact.
 12 A. What did I say?
 13 Q. It's 889?
 14 A. Okay, I don't see that well anymore.
 15 Transformers \$72,003.71. My Little Pony,
 16 19,219.47. JEM \$9,301.68. And, Visionaries \$349.46.
 17 Q. What part -- well let's finish Column 805
 18 and go across to I, J, K, L and M on those?
 19 A. Okay, on the titles. GI Joe which was I,
 20 \$22,889.79. Transformers \$82,310.78. My Little Pony and
 21 Friends, 49,941.48. And, JEM, 52 -- no, that's wrong,
 22 Elizabeth. \$56,290.31. And, Visionaries, \$20,950.65.
 23 That's a younger song.
 24 Q. Thank you.
 25 Now, if we were able to get the information

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 that Miss Saffer says that BMI may be able to provide
 3 would you be able to incorporate that into this Excel
 4 spread sheet at some point?
 5 A. I might be able to. You know, I'm really
 6 good at this. It's a lot of work. I might be able to
 7 cross and pair. We have it. We can add additional
 8 columns, if you like. It might be in another format
 9 though, Patrick, you know.
 10 MR. MONAGHAN: Can we have an understanding
 11 of what kind of format that might come in?
 12 MS. SAFFER: It won't look like this.
 13 Because it will not be broken out the same way. I
 14 took the Judge's instructions yesterday literally
 15 and it will be listed by songs, by writers, by
 16 publishers of the parties that are in the lawsuit.
 17 There are other parties who have interest in these
 18 works, if you will, that are not part of the
 19 lawsuit. So it will only reflect the earnings of
 20 the individuals who are involved here.
 21 MR. MONAGHAN: That wouldn't be sufficient
 22 for our purposes, your Honor. We have to know on
 23 these songs who is getting money on them. That is
 24 what the case is all about. The case is all about
 25 how certain people --

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 THE COURT: Well, let's not have an argument
 3 right now about this.
 4 MR. MONAGHAN: Okay.
 5 THE COURT: We have ten more minutes. Let's
 6 try and get some questions asked and answered, all
 7 right?
 8 THE WITNESS: I think we could probably plug
 9 it in.
 10 MR. MONAGHAN: Wait, there is no question.
 11 THE WITNESS: That was the standing
 12 question, I'm sorry.
 13 Q. Okay, if we can get back to Exhibit 2, the
 14 catalog, which I'm handing --
 15 MR. MONAGHAN: May I give the witness
 16 Exhibit 2, the catalog, your Honor?
 17 THE COURT: Yes.
 18 Q. And can I direct your attention to Pages 48
 19 and 49. And we're talking about My Little Pony?
 20 A. Yes.
 21 Q. We have not seen any videos here of My
 22 Little Pony, as far as I know.
 23 A. I don't have any.
 24 Q. And -- okay, when was this composed, by whom
 25 and for whom?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. I don't remember when it was composed
 3 because I don't have the date on the score, which is
 4 unusual for me to leave that off. It was in the 80s.
 5 Somewhere between '86 and '87, '88, in one of those years.
 6 I think it was '87.
 7 Q. Okay, which of the parties involved in the
 8 case was that composition prepared for?
 9 A. That was the theme that was written for
 10 Sunbow.
 11 Q. My Little Pony was written for Sunbow?
 12 A. You said My Little Pony and Friends?
 13 Q. No, I'm just talking about My Little Pony.
 14 I'm talking about My Little Pony, not My Little Pony and
 15 Friends.
 16 A. My Little Pony is no longer in my catalog.
 17 It was in my catalog. It is on those statements.
 18 MR. TANNENBAUM: Objection. That wasn't
 19 responsive to the question, your Honor.
 20 THE COURT: Sustained.
 21 Q. My question was: My Little Pony, not My
 22 Little Pony and Friends.
 23 A. You want to know about that song?
 24 Q. That song.
 25 A. I'm sorry, I got confused because you asked

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 me to look at those pages.
 3 Q. I'm sorry, I misled you.
 4 A. Okay. My Little Pony was written in -- I
 5 think in 1979 by Ford Kinder when we were at Michelin &
 6 Company. I don't know who wrote the words, but I know he
 7 wrote the music.
 8 Q. Okay. And by what right do you bring an
 9 objection with respect to My Little Pony?
 10 A. Well, to begin with, I received no
 11 performance royalties for that song. It no longer seems
 12 to be in my catalog.
 13 Q. Okay. Why was it in your catalog in the
 14 first place?
 15 A. Bill Dobishinsky, Sunbow's administrator,
 16 put it there.
 17 Q. Was that pursuant to any kind of an
 18 understanding? If so and with whom?
 19 A. No. He would be mad about it. He told me I
 20 didn't think you would mind. I said I do mind. And he
 21 said, well, I'll make sure that the money goes to the --
 22 goes to Ford because he and Ford split everything anyway.
 23 Q. Now, as per your 1994 settlement, what was
 24 the implication of that settlement with respect to My
 25 Little Pony?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Well, that was the first time that there was
 3 any benefit from the fact that it was in my catalog
 4 instead of a nuisance. And Ford said everything in your
 5 catalog is yours to keep. You don't have to account to me
 6 in any way.
 7 Q. That's what that settlement agreement said?
 8 A. Yes.
 9 Q. Okay. Now -- but do you know first hand
 10 whether it was written for Sunbow? For Griffin-Bacal?
 11 Who was it written for?
 12 A. Oh, it was written for a line of toys for
 13 Griffin-Bacal.
 14 Q. For HASBRO, ultimately?
 15 A. For HASBRO.
 16 Q. Now, what part -- what part did you
 17 personally have with respect to any of the music in My
 18 Little Pony?
 19 A. I was the head writer arrangement music
 20 director at Michelin & Company. Did lots of arrangements,
 21 lots of recording sessions. As a musician I conducted. I
 22 was a musician and singer. And I remember that we all
 23 took -- My Little Pony was a charming line of toys. They
 24 each had, you know, names in subsections and what not, so
 25 there would be an existing theme that we would adapt for

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 each toy. So I did a lot of writing on My Little Pony,
 3 but the main melody, the original melody Ford wrote it.
 4 Q. Now, what was the understanding with respect
 5 to writer's shares, writer's rights with respect to My
 6 Little Pony?
 7 MR. TANNENBAUM: Objection to the form of
 8 the question.
 9 A. The writer's --
 10 THE COURT: Overruled.
 11 A. The writers got the writer's royalties, the
 12 writer's share.
 13 Q. And how many iterations or arrangements were
 14 there of that song?
 15 A. Lots of them. Dozens.
 16 Q. How many?
 17 A. I did many of them. I did most of the
 18 arrangements at Michelin & Company. That was a big part
 19 of my job. I was doing about 95 percent of the arranging.
 20 Q. What distinction is there between My Little
 21 Pony and My Little Pony and Friends Theme, if there is
 22 one?
 23 A. My Little Pony and Friends Theme was a
 24 television show that went in it -- do you want the score?
 25 It is in my car. Within the theme contains six bars of

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 the original My Little Pony tune. It was kind of a tip of
 3 a hat, a harp back to the toy and all those years it had
 4 been on the air. It is part of -- it's a little musical
 5 release, instrumental release.
 6 Q. So that the song that was done for the
 7 jingle --
 8 A. It was in six bars of it.
 9 Q. Okay. Now, for whom was My Little Pony and
 10 Friends Theme done?
 11 A. That was for Sunbow.
 12 Q. That was for a T.V. production?
 13 A. Yeah. Did it for Joe. And Sunbow.
 14 Q. Who else was involved with My Little Pony
 15 and Friends Theme?
 16 A. Ford Kinder was automatically because of
 17 that little harp back to his original melody, and Barry
 18 Harmon too.
 19 Q. Who is Barry Harmon, just for the record?
 20 A. Barry Harmon is a lyricist, a great
 21 lyricist. And I didn't even know Barry had written the
 22 lyrics. Lyrics just came over to us to write originally
 23 and I found out shortly afterward that Barry wrote those
 24 lyrics.
 25 Q. Who had the publishing on that?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Sunbow always got the publishing.
 3 Q. And who had the publishing on My Little
 4 Pony?
 5 A. I would think it was Starwild. I don't -- I
 6 don't know if they had a different company ever than
 7 Starwild that published. It might have been Wildstar
 8 actually because Ford was originally an ASCAP writer.
 9 MS. PHARES: Objection. This is totally
 10 speculative. Either the witness knows or she
 11 doesn't know.
 12 THE COURT: Sustained.
 13 THE WITNESS: Okay.
 14 MR. MONAGHAN: Just tell us what you know.
 15 Your Honor, is this a good time to break for
 16 lunch?
 17 THE COURT: Yes, I have -- I wanted to tell
 18 you, Mr. Monaghan, you will conclude this witness
 19 this afternoon.
 20 MR. MONAGHAN: Oh, yes.
 21 MR. TANNENBAUM: Judge, may we have a
 22 five-minute conference with the Court?
 23 MR. MONAGHAN: Could I just address that
 24 previous question -- instruction of the Court?
 25 THE COURT: Okay.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 MR. MONAGHAN: As the Court knows from the
 3 correspondence, we've just gotten a batch of
 4 documents over the July 4th weekend. Miss Bryant
 5 was going to address other damages issues which
 6 this information we have just gotten, which is
 7 thousands of pages of documents, relates to. So
 8 we have to go back.
 9 What I would like to do with the permission
 10 of the Court is to re-call her later on just
 11 damages. Because I don't have some foundations in
 12 terms of documents, license agreements --
 13 THE COURT: I'll take that into
 14 consideration over lunch.
 15 If the attorneys want to talk to me off the
 16 record in Chambers, I certainly will be glad to
 17 meet them there.
 18 (Counsel retire to Judge's Chambers for an
 19 off-the-record conference)
 20 (Luncheon Recess: 12:30 p.m.)
 21 AFTERNOON SESSION
 22 (Reconvened: 2:10 p.m.)
 23 (Resumed on the record in open court,
 24 counsel present and parties present as previously
 25 noted)

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 (Plaintiffs' Exhibit No. 35, orchestra
 3 score, premarked for identification)
 4 THE COURT: All right, please continue.
 5 MR. MONAGHAN: Thank you, your Honor.
 6 CAROL ANNE BRYANT,
 7 the Plaintiff, previously duly sworn
 8 by the Court, resumed the stand
 9 and testified further as follows:
 10 DIRECT EXAMINATION
 11 BY MR. MONAGHAN: (Continued)
 12 Q. All right, Miss Bryant, I would like to show
 13 you an exhibit which the reporter has marked as Exhibit 35
 14 and ask you if can identify this, please.
 15 A. Yes. This is the orchestra score my
 16 orchestra score for My Little Pony Theme.
 17 Q. Just for the those of us who are musically
 18 illiterate, just for myself, I won't speak for anybody
 19 else, what is a musical score?
 20 A. It is the arrangement. I could probably
 21 give you a little better description. This particular
 22 arrangement includes the vocal, flutes, three French
 23 horns, two percussionists, synthesizer, electrical guitar
 24 acoustic guitar, piano, base drums, violins, violas,
 25 cellos.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. What is an arrangement in the parlance of
 3 the industry?
 4 A. An arranger usually within the industry
 5 means someone who is an arranger orchestrator. But the
 6 musician's union does separate the functions. Arranging
 7 is basically just taking a piece of music and putting it
 8 into the form that you want to present it in. The cords,
 9 the re-harmonizations, the rhythm, the tempo, all those
 10 kinds of positions. The orchestra, I'm both strings,
 11 horns, flutes and the colors of the instruments and
 12 choices of the instruments, the number of instruments
 13 needed to bring off the arrangement idea.
 14 Q. Okay, what relationship is there if there is
 15 one between an arranger and the original composer?
 16 A. With me it's the same person. But often --
 17 Q. Why is that?
 18 A. Nobody arranges my -- I don't let anybody
 19 arrange my music.
 20 Q. But there are circumstances where a writer
 21 would allow someone else to arrange?
 22 A. Oh, sure. Sure.
 23 Q. All right.
 24 MR. MONAGHAN: We offer Exhibit 35, the
 25 exhibit discussed by the witness, My Little Pony

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 and Friends Theme.
 3 MS. SAFFER: No objection.
 4 MR. TANNENBAUM: I just need a moment to
 5 look at it.
 6 No objection.
 7 THE COURT: All right. 35 is accepted into
 8 evidence.
 9 (Plaintiff's Exhibit No. 35, marked and
 10 received in evidence)
 11 Q. Now, what relationship does this exhibit we
 12 just saw go into evidence have to what you testified
 13 earlier before the luncheon break with respect to the
 14 Sunbow T.V. production?
 15 A. This is the arrangement of the theme that we
 16 did for My Little Pony and Friends. The orchestra
 17 arrangement.
 18 Q. The Sunbow Production?
 19 A. Sunbow, yes.
 20 Q. And, again, My Little Pony, the jingle, the
 21 song, the melody, that was done as a toy jingle, correct?
 22 A. Right. Yes.
 23 Q. My Little Pony and Friends, however, differs
 24 in that it was done for Sunbow as a T.V. production?
 25 A. Yes. It's contained in six bars. You can

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 actually count the six bars within the score.
 3 Do you want me to give the bar numbers?
 4 Q. Yes, if you don't mind educating us, if it
 5 doesn't take too long.
 6 A. There's bars -- Page 5. There it is. Bar
 7 17 on Page five. 17 -- it's upside down. 18, 19, 20.
 8 Q. Let me ask you this question: What
 9 relationship does --
 10 A. 21 and 22.
 11 Q. -- does the music that you said that you
 12 composed for My Little Pony have to the music that was in
 13 this Sunbow T.V. production?
 14 A. Well, it's a new song.
 15 Q. Right.
 16 A. That quotes an old -- an old melody in the
 17 center, in the instrumental section.
 18 Q. And with respect to My Little Pony and
 19 Friends and any products that have My Little Pony and
 20 Friends, the T.V. production contained therein, whether
 21 they be DVDs or cartoon shows or whatever they are, what
 22 monies do you receive as a result of that?
 23 A. Well, I have received -- I have received
 24 performance royalties when it was on television.
 25 Q. Performance royalties?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Yes.
 3 Q. What other --
 4 A. I have never got any other money.
 5 Q. -- monies? Okay.
 6 Now, are you familiar with Robotics?
 7 A. Yes.
 8 Q. What is Robotics?
 9 A. It was a toy jingle that we did I think way
 10 back, I think it was '84.
 11 Q. And for whom did you do Robotics?
 12 A. Griffin-Bacal.
 13 Q. And what did Sunbow have to do with that
 14 composition when you did that?
 15 A. When I did it I don't think it had anything
 16 to do with Sunbow.
 17 Q. Who, if anyone, commissioned you to do that
 18 work?
 19 A. Joe Bacal gave us the job.
 20 Q. And did you have any involvement in any of
 21 the discussions with Mr. Bacal at or about the time of the
 22 Robotics composition?
 23 A. You mean, creative discussions?
 24 Q. Any discussions.
 25 Do you recall them?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. I just remember the direction was like Ghost
 3 Busters I think was the initial direction.
 4 Q. Just so the Court is very clear on what it
 5 is you say was your arrangement or understanding with Mr.
 6 Bacal, tell the Court what that was.
 7 A. Well, the exact words were same deal as
 8 Michelin & Company. That was the --
 9 Q. When you say, the exact words were, whose
 10 exact words were they?
 11 A. Joe's words to me and Ford.
 12 Q. And where did he say that?
 13 A. At Kinder-Bryant, which was 41 West 73rd
 14 Street.
 15 Q. And can you remember when it was said?
 16 A. When we did our first job with him.
 17 Q. Which was what?
 18 A. Which was Transformers.
 19 Q. And what was the deal at Michelin & Co.?
 20 A. The deal at Michelin & Co. was that we
 21 worked for a creative fee that was \$3500, which was lower
 22 than our normal creative fee.
 23 Q. What was your normal creative fee?
 24 A. 10,000-dollars.
 25 Q. This was back then?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Late 1970s, the whole time I was with
 3 Michelin Company.
 4 Q. You said he said it was the same deal as
 5 Michelin & Co.?
 6 A. And there was also an arrangement fee.
 7 Q. What was the arranging fee?
 8 A. \$1500. And I remember that our arranging
 9 fee changed at some point. In general, it was \$2500 for
 10 the first couple of years I was there and then it went up
 11 to 2750. And then I think by 1980 it had gotten to 3,000.
 12 Has not changed much from those days.
 13 Q. What was the industry standard, if you know?
 14 A. That was it. Michelin & Company was the top
 15 music house.
 16 Q. And you've already identified some of the
 17 clients that you had at Michelin & Co.
 18 You have to answer verbally.
 19 A. Yes. Yes, I have.
 20 Q. And what changes, if any, ever occurred in
 21 your arrangement with Mr. Bacal where he said it was the
 22 same deal as it was at Michelin & Co.?
 23 A. It was the same deal. You know, there were
 24 a couple of other fees involved that -- in addition to the
 25 creative fee and the arranging fee. We had worked out an

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 editing fee and a demo fee that we worked with Joe for
 3 during the Michelin & Company years that I was there, and
 4 it had not changed at all four or five years later when we
 5 started Kinder & Bryant.
 6 MS. PHARES: Your Honor, I'm not quite sure
 7 of the relevance of this. This is the agreement
 8 that she had with G.B.I. Is that for jingles?
 9 MR. MONAGHAN: She said with Mr. Bacal.
 10 That was her testimony.
 11 MR. TANNENBAUM: She has a contract with him
 12 as an individual; is that what this is?
 13 THE COURT: Is this an objection?
 14 MR. TANNENBAUM: It's an objection.
 15 MS. PHARES: It's an objection on relevance
 16 grounds, your Honor, because I don't know that
 17 writing jingles had anything to do with Sunbow.
 18 THE COURT: Overruled.
 19 Go ahead.
 20 Q. Now, what was the understanding with respect
 21 to the royalties that might be generated from the use of
 22 these composition?
 23 Now, let's start with the Transformers. You
 24 said that that was quote same deal as Michelin & Co., what
 25 was the understanding about writer's royalties?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 MS. PHARES: Objection. Misstating the
3 evidence.

4 THE COURT: Hold on.

5 Did you have a conversation with Mr. Bacal
6 relative to Transformers and fees generated from
7 that music?

8 THE WITNESS: Well, at Michelin & Company --
9 I mean, at Kinder & Bryant he said same deal as
10 Michelin & Company. That was the conversation.

11 THE COURT: And if you apply that to
12 Transformers, what would it have meant to you?

13 THE WITNESS: That we got 250-dollar piano
14 demo fee. We got 3500-dollar creative fee. We
15 got a 1500-dollar arranging fee. And we got a
16 750-dollar editing fee. And 1250-dollar editing
17 fee if we had to also sing the music over the
18 edit. And I think that was the whole monetary --
19 Q. For the writer's royalties?

20 A. Of course. The writer's royalties we always
21 got. They kept the publisher.

22 Q. And in the context of that, this was a
23 discussion you had?

24 A. At Kinder & Bryant?

25 Q. No, at Michelin & Co.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 A. Joe and Spencer Michelin had met to discuss,
3 hammer out the details of working together, and --

4 MR. TANNENBAUM: If the witness is going to
5 testify about conversations with Mr. Michelin I
6 was going to have an objection.

7 THE COURT: She's testifying as to what her
8 understanding was of the situation that had
9 existed at Michelin. Let her proceed.

10 Go ahead.

11 Q. So now --

12 A. That's not fair. There was more than that.
13 Spencer called me up into the meeting with Joe Bacal.

14 Q. Where?

15 A. At Michelin & Company. I said that. I
16 thought I said that the other day.

17 MR. TANNENBAUM: That's why it is hearsay,
18 your Honor. I object.

19 THE COURT: Did you meet with Joe Bacal?

20 THE WITNESS: Yes.

21 THE COURT: Tell us about the meeting.

22 THE WITNESS: It was at Michelin & Company.
23 Spencer had a discussion with Joe and they worked
24 out what they needed and to make a deal with
25 Michelin & Company. And then I was the music

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 director. Spence told me he wanted me to be
3 around and that he called me up into the meeting
4 and told me about the deal. And I remember I --
5 not met Joe, I was reintroduced to Joe because I
6 had met him two years ago, and it was pleasant.
7 He told us about the deal and what they were
8 doing, that they were building Sunbow and
9 Griffin-Bacal, and they were going to develop
10 themes. And I also remembered Joe said we just
11 had a new baby Matthew at that meeting.

12 Q. Okay. Now, we fast forward a number of
13 years to go to the time when we're talking Transformers?

14 A. Uh-huh.

15 Q. And you said --

16 THE COURT: You have to say yes or no.

17 THE WITNESS: Yes.

18 THE COURT: Go ahead.

19 Q. And I would like to know the context in
20 which you say that Mr. Bacal said same deal as Michelin &
21 Co. In other words, the Court would like to know, if you
22 can recall, what the discussion was.

23 A. Yes. We were -- Joe came to hear the
24 Transformers and he was standing at the piano. And he
25 said, okay, guys, same deal as Michelin & Company, okay?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 And we said okay.

3 Q. Do you recall anything else about the
4 conversation?

5 A. No, that was all -- everything else about
6 the conversation -- there was no issue within. Everything
7 about the conversation was about the songs that were being
8 presented to him.

9 Q. And who else was present when this
10 conversation occurred?

11 A. Ford Kinder.

12 Q. Anyone else?

13 A. I don't think Shepherd Stern was in the room
14 yet.

15 Q. How about Mr. Griffin?

16 A. No. He wasn't there.

17 Q. And going back to Michelin & Company, do you
18 recall any occasions where you were present with any --
19 when there were any discussions with Mr. Griffin present
20 about what the arrangement would be in terms of
21 compensation to the writers?

22 A. No, not about that.

23 Q. Okay. Had you met Mr. Griffin previously?

24 A. I met him once. Not at that point I didn't
25 meet him. I didn't meet him until we were doing The Great

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 Space Coaster recording session at the National Edison

3 Studios on Fifth Avenue at 7 35th. And we recorded it on

4 a weekend which was really unusual. And Mr. Griffin came

5 to that -- both Joe and Tom came to that --

6 Q. So --

7 A. -- session.

8 Q. -- let's put it this way: What discussions

9 did you ever have, you personally, with Mr. Griffin about

10 any business arrangement with respect to the music you

11 composed? You personally.

12 A. I never had any discussions with Tom Griffin

13 until breakfast in 1988 that we were invited to at Joe

14 Bacal's apartment. It was the only time Tom ever

15 discussed business.

16 Q. Okay. Now, by 1988 when you had this first

17 discussion with Mr. Griffin, this breakfast meeting, what

18 compositions were already in place? What had you already

19 composed?

20 A. Everything -- everything we were talking

21 about.

22 Q. All of the songs at issue?

23 A. Yes.

24 Q. Okay, Robotics -- you've seen Exhibit 2 in

25 the catalog. Is Robotics in your catalog?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 A. I think so.

3 Q. You already have that up there?

4 A. Robotics. It's on Page 56.

5 Q. Right. 56 of Exhibit 2?

6 A. Of Exhibit 2.

7 Q. And what does that show since that's in

8 evidence with respect to --

9 A. It continues on 57.

10 Q. Does that show 100 percent, does it not?

11 Attributable to you as the writer?

12 A. Yes, it does. It is Robotics Bryant cues.

13 Q. And then is there another entry on that

14 page, flipping over to Page 57?

15 A. Yes. The title is Robotics Theme Opening.

16 It's cleared and registered 2/28/97.

17 Q. What happened in 1997 that, to your

18 knowledge, required some kind of an entry in the records

19 of BMI?

20 A. I don't know.

21 Q. And do you know how it is -- what happened

22 that would have occasioned Mr. Bacal getting a 50 percent

23 writer interest as apparently depicted on Page 57 with

24 respect to Robotics?

25 A. I don't know.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 Q. And who is or what is SONY A.T.V. SONY

3 L.L.C. shown on Page 56?

4 A. They are a new publisher I believe.

5 Q. Who selected SONY A.T.V. as the publisher?

6 A. I didn't. I don't know.

7 Q. And, again, who is Starwild Music or what is

8 Starwild Music?

9 A. Starwild Music is one of the publishing

10 companies, publishing part of the publishing arm of

11 Sunbow.

12 Q. And what was it --

13 A. And also Griffin-Bacal. You know.

14 Q. What is SONY A.T.V. Songs L.L.C.? Also

15 shown on Page 57 in Exhibit 2.

16 A. You know, the first one you asked me says

17 pro -- I think that's Canada. Pro-Ca. And the second one

18 is BMI. And they have 100 percent share of the

19 publishing. So they are the new publisher.

20 Q. What did Mr. Bacal have to do with Robotics?

21 A. I'm not really sure what he had to do with

22 it.

23 Q. Do you know of any music that he wrote for

24 that?

25 A. No. He didn't write the music.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 Q. And how does this square, this entry square

3 with your understanding of who was to get the writer's

4 royalties?

5 A. We were to get 100 percent of the writer

6 royalties.

7 Q. How does that square with respect to any

8 participation that Mr. Bacal may or may not have had?

9 A. It didn't matter what his participation was

10 according to that.

11 Q. What happened with respect to the Robotics

12 entries, if you know, in the catalog and the monies that

13 are produced by you? Let's narrow it to performance

14 royalties.

15 A. You mean, from the beginning?

16 Q. Well, what is the beginning?

17 A. The beginning was sometime in the mid-80s.

18 It might have been '84. I think it was early on. And it

19 generated some royalties. I told you I didn't watch

20 television so I didn't know it was on television. I would

21 find out when I got a royalty statement.

22 Q. What was Robotics, by the way, in terms of a

23 product?

24 A. I don't remember.

25 Q. Do you have any knowledge of what is going

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 on with it today?
 3 A. Well, I've seen that it's available on --
 4 for home video.
 5 Q. When you say it's available, are you talking
 6 about the music or the music and something else?
 7 A. The property seems to be available.
 8 Q. What was it? Was it a toy? Was it a
 9 cartoon? Was it --
 10 A. It was a Griffin-Bacal job, so it was a toy
 11 line, I believe.
 12 Q. As opposed to a Sunbow T.V. production?
 13 A. Yeah. Yes.
 14 Q. Okay.
 15 A. I didn't know it was ever a show.
 16 Q. And on your tally sheet is Robotics shown on
 17 that tally sheet at all?
 18 A. I don't remember.
 19 Q. Okay, Inhumanoids. Can you identify
 20 Inhumanoids?
 21 A. Is it in here? I don't know if it is in
 22 here. I think it disappeared. It evaporated.
 23 Q. Well, before you get to that --
 24 A. Oh, tell you about it?
 25 Q. Yeah?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. The Eagle That Lies Within.
 3 Q. Is that like Crime Doesn't Pay?
 4 A. Yeah, kind of.
 5 Q. Okay.
 6 MR. TANNENBAUM: Your Honor, may I just
 7 object to Inhumanoids is not in the complaint.
 8 THE COURT: Counselor? Is this in the
 9 complaint?
 10 MR. MONAGHAN: Off the top of my head, I'm
 11 not sure right now.
 12 THE COURT: Look at the complaint. If it's
 13 not in the complaint can't talk about it.
 14 MR. MONAGHAN: Let me ask a couple of
 15 foundation questions, if I may, with the Court's
 16 permission?
 17 MR. TANNENBAUM: It is either there or it is
 18 not.
 19 MR. MONAGHAN: We may have to move to amend
 20 our pleadings.
 21 THE COURT: Enough of the chatter, please.
 22 Go ahead. What do you want to say, counselor?
 23 Q. Why is Inhumanoids at issue, if it is at
 24 issue?
 25 A. Well, it is missing from my catalog. And it

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 used to be in my catalog on Exhibit 2. And I bought
 3 that -- one of our exhibits is an Amazon.com receipt,
 4 which is on there and I bought that DVD. I didn't even
 5 know it was still alive, so --
 6 MS. SAFFER: Your Honor, I object on the
 7 grounds that just because there's a DVD labeled
 8 Inhumanoids doesn't mean that it necessarily has
 9 her music in it. Unless they've alleged that, I
 10 don't see how it is the basis for --
 11 THE COURT: Well, I'm going by the amended
 12 complaint. I don't find it.
 13 THE WITNESS: I heard it.
 14 THE COURT: So, counselor, I'll give you a
 15 moment to regroup here.
 16 MR. MONAGHAN: Okay. Thank you, I
 17 appreciate that. And may I confer with my client?
 18 THE COURT: You may. You may step out of
 19 the courtroom to confer with your client.
 20 MR. MONAGHAN: Thank you, Judge.
 21 MS. SAFFER: Your Honor, at this point just
 22 because there is an interruption I have some
 23 financial information as best as we could get
 24 quickly in response to your request yesterday.
 25 THE COURT: Okay, I think we better wait.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 MS. SAFFER: Okay, I just wanted you to be
 3 aware of that.
 4 THE COURT: But I appreciate it.
 5 (Pause in the Proceedings)
 6 MR. MONAGHAN: Thank you for the
 7 opportunity, your Honor.
 8 THE COURT: What are we doing about
 9 Inhumanoids? Is it in the -- in your complaint?
 10 MR. MONAGHAN: It is not in your complaint,
 11 Miss Bryant, and we stipulate to that, of course.
 12 DIRECT EXAMINATION
 13 BY MR. MONAGHAN: (Continued)
 14 Q. Where is it in your catalog, Exhibit 2?
 15 A. I didn't find it in my catalog.
 16 Q. Okay, so why is it at issue at all?
 17 A. Well, it used to be in my catalog.
 18 Q. It used to be in your catalog?
 19 A. Yes.
 20 Q. When was it in your catalog?
 21 A. We have one of those earlier exhibits. It
 22 shows Inhumanoids 100 percent.
 23 Q. Tell the Court why it wasn't in your
 24 complaint?
 25 A. Because it wasn't in my catalog, I didn't

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<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 see it in any way, so -- I only listed things that I saw</p> <p>3 had changed or, you know --</p> <p>4 THE COURT: Counselor, the ground rules are</p> <p>5 the ground rules. Inhumanoids is not in this</p> <p>6 lawsuit.</p> <p>7 MR. MONAGHAN: Okay.</p> <p>8 THE WITNESS: Okay.</p> <p>9 MR. MONAGHAN: I'd like to mark now the next</p> <p>10 exhibit, please. Describe it as a VHS referencing</p> <p>11 Visionaries T.V., and this is not -- this is a --</p> <p>12 not a publicly sold product. The witness will</p> <p>13 identify it.</p> <p>14 (Plaintiff's Exhibit No. 36, VHS referencing</p> <p>15 Visionaries T.V, marked for identification)</p> <p>16 Q. Miss Bryant, I'm going to show you Exhibit</p> <p>17 36. Please tell the Judge what that is.</p> <p>18 A. It is labeled Visionaries, T.V.</p> <p>19 MR. TANNENBAUM: I have the same objection</p> <p>20 for Visionaries. I do not believe that</p> <p>21 Visionaries is in the complaint.</p> <p>22 THE COURT: Let's find out. I didn't see it</p> <p>23 in the amended complaint. Although, my</p> <p>24 recollection is the amended complaint incorporated</p> <p>25 the original complaint --</p>	<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 Plaintiff's consent or approval and was thereby</p> <p>3 unjustly enriched by monies to which it was not</p> <p>4 entitled. Set forth hereafter are compositions</p> <p>5 utilized in various Sunbow productions and videos</p> <p>6 which have used Plaintiff's permission or</p> <p>7 approval. GI Joe. Transformers. Visionaries.</p> <p>8 JEM. And My Little Pony.</p> <p>9 MR. TANNENBAUM: Doesn't appear in the</p> <p>10 complaint against Bacal. It is not in the</p> <p>11 complaint against Bacal.</p> <p>12 MR. MONAGHAN: The actions were</p> <p>13 consolidated, your Honor, back --</p> <p>14 MR. TANNENBAUM: Not the complaints. Two</p> <p>15 separate actions. I have no notice that there is</p> <p>16 any claim against Mr. Bacal with respect to</p> <p>17 Visionaries.</p> <p>18 THE COURT: If it is against Sunbow I will</p> <p>19 let the evidence go forward. It is in the</p> <p>20 complaint.</p> <p>21 Go ahead.</p> <p>22 MR. MONAGHAN: Okay.</p> <p>23 MS. PHARES: Your Honor, although, just to</p> <p>24 shortcut, there is no claim with respect to</p> <p>25 improperly registered compositions against Sunbow.</p>
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<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MR. TANNENBAUM: That's correct.</p> <p>3 THE COURT: -- so I guess we have to look at</p> <p>4 them both.</p> <p>5 MR. TANNENBAUM: Yes, but except I don't</p> <p>6 think there are any new titled listed in the</p> <p>7 amended complaint. They are in the original</p> <p>8 complaint.</p> <p>9 THE WITNESS: Nobody asked me about that in</p> <p>10 depositions.</p> <p>11 MR. MONAGHAN: Okay.</p> <p>12 MR. PRIMIANO: Visionaries is --</p> <p>13 THE COURT: Okay, has this been marked?</p> <p>14 MR. MONAGHAN: It's been marked.</p> <p>15 MR. PRIMIANO: -- the amended complaint</p> <p>16 against Sunbow.</p> <p>17 MR. MONAGHAN: Paragraph 11 of the amended</p> <p>18 complaint against Sunbow reads as follows, your</p> <p>19 Honor, and I have a copy if you need one.</p> <p>20 THE COURT: No, I have it here. Go ahead,</p> <p>21 read it.</p> <p>22 MR. MONAGHAN: Quote the heading is</p> <p>23 registration of musical compositions with BMI.</p> <p>24 Eleven: Defendant Sunbow received such benefits</p> <p>25 without Plaintiff's knowledge and without</p>	<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 There is no claim that Sunbow took any part of the</p> <p>3 writer's share of the public performance</p> <p>4 royalties.</p> <p>5 THE COURT: Do you want to answer that,</p> <p>6 counselor?</p> <p>7 MR. MONAGHAN: I will, your Honor. That it</p> <p>8 is an oversimplification to try and establish that</p> <p>9 dichotomy which Miss Phares has been trying to</p> <p>10 establish for Sunbow throughout because the issue</p> <p>11 is, and I think this was addressed already, that</p> <p>12 Sunbow was able to use this music which was</p> <p>13 composed by our client in various productions that</p> <p>14 Mr. Bacal we allege was able to go into the</p> <p>15 musical piggy bank, take the music that might have</p> <p>16 been composed for G.B.I. or Sunbow, and do with it</p> <p>17 as he wished, give away percentages of the</p> <p>18 Plaintiff's music to other people including his</p> <p>19 son Jay Bacal who is shown as having a</p> <p>20 participation. So it is not as simple as Miss</p> <p>21 Phares says. The issue is not just public</p> <p>22 performance royalties, it is both -- it is what</p> <p>23 you see before you, all these videos and products</p> <p>24 that are out there with her music.</p> <p>25 THE COURT: All right, I'll let the evidence</p>

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 go forward. Go ahead.
 3 BY MR. MONAGHAN:
 4 Q. We're back on identifying I think the video.
 5 A. Oh.
 6 Q. What is it?
 7 A. It looks like a dub of Visionaries. A dub.
 8 Not a master copy. Not a professional release.
 9 Q. Who did it?
 10 A. I don't know, and I can't recognize the
 11 handwriting. Somebody gave it to me.
 12 Q. Have you looked at it?
 13 A. Yeah.
 14 Q. You've reviewed this?
 15 A. I didn't look at the show. I heard the
 16 theme.
 17 Q. What you have in your hand you've reviewed
 18 at least with respect to the theme?
 19 A. Yes.
 20 Q. What's in there?
 21 A. It's -- I forget what's in here. I just
 22 know there is the theme. I didn't have a copy of that
 23 theme.
 24 Q. Okay. So here we are, we are before the
 25 Court, and we've just introduced an exhibit. Why does

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Q. And what, if anything, does that have to do
 3 with any music that you composed?
 4 A. Well, we composed -- I composed Visionaries
 5 at Kinder & Bryant in the mid to late 80s.
 6 Q. Okay. And what is your testimony to the
 7 Judge, to the Court, about the music that you composed in
 8 the 80s with respect to Visionaries?
 9 A. Well, start with the BMI catalog.
 10 Q. Okay. Connect the dots for us.
 11 A. Okay. I'm trying to understand what you are
 12 asking me. You can see on the bottom of Page 75 --
 13 Q. Of your catalog?
 14 A. Yeah.
 15 -- that in 1998 that was registered to
 16 myself and Ford Kinder. 50/50.
 17 Q. On Page 75.
 18 A. And if you look up above that as the
 19 Visionaries Theme above it is the Visionaries Opening
 20 Title and also the Visionaries Closing Title and those are
 21 registered to myself at 50 percent, to Joe Bacal at
 22 25 percent, and to Jay Bacal at 25 percent.
 23 Q. Who is Jay Bacal?
 24 A. He is Joe's son.
 25 Q. How did Jay Bacal -- now, this what we are

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 this have anything to do with any of your claims in the
 3 case? That's what the Judge would like to know.
 4 Is your theme in there?
 5 A. Yes.
 6 Q. Well, that's the point?
 7 MS. PHARES: Your Honor, ordinarily, there
 8 has to be some tie with Defendants.
 9 THE COURT: Yes, well, I'm waiting for that
 10 to happen.
 11 MS. PHARES: Okay.
 12 THE COURT: So which of the Defendants is
 13 responsible for this?
 14 Q. What is Visionaries?
 15 A. I was never really sure what Visionaries
 16 were. I'm sorry, it's -- I thought it was a concept for a
 17 show.
 18 Q. Well, was it a show or wasn't it a show?
 19 A. I didn't know it went forward.
 20 Q. How do you know if it didn't?
 21 A. Well, I've seen it on lists of products that
 22 are available for licensing.
 23 Q. You've seen it on lists of products that are
 24 available for licensing?
 25 A. Yes.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 looking at, references only BMI performance royalties,
 3 isn't that right?
 4 A. Right.
 5 Q. Only music we're talking about here,
 6 correct? This doesn't have anything to do with visuals?
 7 A. No, no, this is music. This is music. BMI
 8 catalog.
 9 Q. Tell the Court, if you know, how it is that
 10 Mr. Bacal's son Jay gets 25 percent of Visionaries?
 11 A. I don't understand it. I don't know how.
 12 Q. And when you say that -- when did you
 13 discover that there were products with -- that are out
 14 there in the marketplace relative to Visionaries?
 15 A. I think it was just this -- it's not on --
 16 it wasn't on Amazon.com, but I went to Washington, D.C. on
 17 a fact-finding mission just to try to go through
 18 information and to understand what was going on, and I saw
 19 it in one of the documents listing Episodes for
 20 Visionaries and also Inhumanoids.
 21 Q. Did you calculate Visionaries in your
 22 exhibit, the concise tally sheet?
 23 A. Yes, I did.
 24 Q. And what was the basis for doing that?
 25 A. Well, this affected, you know, my split with

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 Ford, you know, in 1994. So I thought I should calculate
3 that in there.

4 Q. Okay. So you are making a claim based on
5 your split with Ford that you are entitled to royalties
6 with respect to Visionaries?

7 A. Yes.

8 MS. PHARES: Your Honor, I move to strike
9 this testimony. One, she has settled with Mr.
10 Kinder; two, we embarked on a line of testimony
11 trying to see why this video has anything to do
12 with this case. And suddenly Mr. Monaghan is back
13 to talking about the performance royalties when
14 everything has conceded that Sunbow is not at
15 issue on the performance royalties. I still do
16 not know who produced this video and whether or
17 not it has any connection with Mr. Bacal or
18 Sunbow. And I don't think --

19 THE COURT: Well, I'll tell you what I'll do
20 is that this is certainly subject to being
21 connected somewhere along the line. You don't
22 even have a label on there saying it is a Sunbow
23 Production, whatever.

24 MR. MONAGHAN: Well, we can put it in the
25 machine. If your Honor pleases, it will take two

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 seconds.

3 THE COURT: Is that going to tell us
4 anything, though?

5 MR. MONAGHAN: It should have credits. It
6 will have credits.

7 THE COURT: All right.

8 MS. PHARES: Well, I thought the testimony
9 was the witness couldn't read the credits.

10 THE COURT: I'll tell you what, let's go
11 another ten minutes and at the break you can do
12 that.

13 MR. MONAGHAN: Okay.

14 THE WITNESS: I only got this because I
15 wanted a copy.

16 MR. MONAGHAN: Wait, no question. No
17 question pending. You've got to stick with the
18 questions.

19 THE WITNESS: I'm sorry.

20 MR. MONAGHAN: You don't have to be sorry.
21 There's a routine here.

22 I can mark this as the next exhibit.

23 (Plaintiff's Exhibit No. 37, Anne Bryant CV,
24 marked for identification)

25 MR. MONAGHAN: Exhibit 37 bears the name

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 Anne Bryant and addresses and phone numbers and
3 employment history at the top. It is a multipage
4 document.

5 Q. Miss Bryant, I show you that exhibit and ask
6 you if you can identify it.

7 MR. MONAGHAN: I have copies for counsel.

8 A. This is my CV.

9 Q. It is your CV.

10 For someone who may not have taken Latin
11 what does that mean?

12 A. Curriculum vitae.

13 Q. It is a resume?

14 A. Resume.

15 MR. MONAGHAN: We offer that in evidence.

16 THE COURT: Any objection?

17 MS. SAFFER: Well, I didn't get one, so I
18 don't count. Okay, I have no objection.

19 MR. TANNENBAUM: No objection.

20 THE COURT: This is only in case you want to
21 hire Miss Bryant. All right, it is admitted into
22 evidence.

23 (Plaintiff's Exhibit No. 37, marked and
24 received in evidence)

25 THE COURT: Miss Bryant, hand that over to

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 me.

3 MR. MONAGHAN: Okay, mark this as the next
4 exhibit.

5 (Plaintiff's Exhibit No. 38, marked for
6 identification)

7 Q. Can you identify, Miss Bryant, Exhibit 38?

8 A. This is a read-out that came out from --

9 this is a read-out, a printout rather that came from T.V.

10 T-O-M-E, Tome dot com, regarding the Transformers Armada.

11 Q. What is the Transformers Armada?

12 A. It is a recently produced and broadcast
13 television show. New episodes. The continuing saga of
14 the Transformers.

15 Q. And --

16 MS. PHARES: Your Honor, I'm going to just
17 interrupt here to say that this was produced but
18 not by Sunbow. Show, yes, not the document.

19 THE COURT: Counsel?

20 MR. MONAGHAN: I don't know what -- this is
21 new information to me. I don't know who produced
22 it. All I know is there is a show out there,
23 Transformers Armada, and I believe the proffer
24 will be the witness will testify that her music is
25 on there and she doesn't know how that is or why

<p style="text-align: right;">Page 425</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 certain other people are shown as being involved</p> <p>3 with it.</p> <p>4 THE COURT: Well, is there a chain somewhere</p> <p>5 between one of the Defendants here and how it gets</p> <p>6 there?</p> <p>7 MR. MONAGHAN: Well, the only people that</p> <p>8 had rights to Transformers, our understanding,</p> <p>9 your Honor, is Sunbow.</p> <p>10 MS. PHARES: No, your Honor, I beg your</p> <p>11 pardon, this is actually something that Mr.</p> <p>12 Monaghan was supposed to have done before he filed</p> <p>13 his complaint. But there are in fact other</p> <p>14 production companies that have made Transformers.</p> <p>15 Just the fact that it is Transformers does not</p> <p>16 mean that they were all produced by Sunbow.</p> <p>17 MR. MONAGHAN: Well, they license it. It's</p> <p>18 very simple, they give the rights away to license</p> <p>19 it to others. That's the answer. That's all --</p> <p>20 MS. PHARES: Your Honor --</p> <p>21 THE COURT: Hold on.</p> <p>22 MS. PHARES: Your Honor, the ultimate</p> <p>23 copyright owner of the music is neither Sunbow nor</p> <p>24 Joe Bacal. It is HASBRO. HASBRO is entitled to</p> <p>25 license the music it owns. And it does license</p>	<p style="text-align: right;">Page 427</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MR. MONAGHAN: Maybe that is her name in</p> <p>3 Japanese. I'm trying --</p> <p>4 THE COURT: We're going to take a ten-minute</p> <p>5 break. We have to move faster. I'm telling you,</p> <p>6 you are finishing up with this witness this</p> <p>7 afternoon.</p> <p>8 MR. MONAGHAN: I hear you loud and clear.</p> <p>9 THE COURT: Ten minutes.</p> <p>10 (Recess: 3:00 p.m.)</p> <p>11 (Reconvened: 3:10 p.m.)</p> <p>12 CAROL ANNE BRYANT,</p> <p>13 the Plaintiff, previously duly sworn</p> <p>14 by the Court, resumed the stand</p> <p>15 and testified further as follows:</p> <p>16 Q. Miss Bryant, we were talking about Armada</p> <p>17 and the exhibit you have in front of you, which is Exhibit</p> <p>18 38.</p> <p>19 A. Yes.</p> <p>20 Q. And I've inserted a disc in the laptop here,</p> <p>21 and I would ask the Court's permission to leave the disc</p> <p>22 in right now because it will disrupt the playing of it,</p> <p>23 and ask the witness to identify -- you've seen this disc</p> <p>24 when I inserted it, correct?</p> <p>25 A. Yes.</p>
<p style="text-align: right;">Page 426</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 it. And there are other -- and it licenses</p> <p>3 Transformers, which is its toy. And there are</p> <p>4 other productions of this. And just this sort of</p> <p>5 taking these things off the Internet, does not</p> <p>6 make a copyright -- I mean, a lawsuit claim.</p> <p>7 There has to be some connection with the</p> <p>8 Defendants in this case.</p> <p>9 MR. MONAGHAN: Sounds like evidence to me</p> <p>10 that Miss Phares is attempting to offer as</p> <p>11 testimony, but we don't know that. All we know is</p> <p>12 that Transformers with the Plaintiff's music is</p> <p>13 out there now.</p> <p>14 THE COURT: Okay, for whatever purpose it</p> <p>15 serves, I'm not sure what, it shows Transformers</p> <p>16 music that was written by the Plaintiff is being</p> <p>17 performed somewhere and it's up to the Plaintiff</p> <p>18 to connect it up, so I'm going to allow it in.</p> <p>19 MS. PHARES: Yes, I understand. And on the</p> <p>20 very last page of this exhibit it says Music,</p> <p>21 Kosinori Marunara.</p> <p>22 MR. MONAGHAN: Well, maybe he is lying.</p> <p>23 Maybe it is Miss Bryant's music.</p> <p>24 THE COURT: Maybe that is her name in</p> <p>25 Japanese.</p>	<p style="text-align: right;">Page 428</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 Q. What is the disc?</p> <p>3 A. It is a disc of music mixes that I</p> <p>4 downloaded.</p> <p>5 Q. When did you do that; do you know?</p> <p>6 A. In the last few months, I don't remember</p> <p>7 exactly when.</p> <p>8 Q. What has it got to do with Armada</p> <p>9 Transformers?</p> <p>10 A. Well, you can download the Transformers</p> <p>11 Armada Theme from something that was called Transfandom.</p> <p>12 Like fans. F-A-N-D-O-M.</p> <p>13 Q. And you did that personally?</p> <p>14 A. Yes.</p> <p>15 Q. And when you downloaded it what did you do</p> <p>16 when you downloaded it?</p> <p>17 A. I just made a copy of it so we have it for</p> <p>18 reference.</p> <p>19 Q. And Transfandom has what to do with</p> <p>20 Transformers?</p> <p>21 A. The melody is used as the theme for</p> <p>22 Transformers Armada.</p> <p>23 Q. Do you know how long this has been</p> <p>24 available?</p> <p>25 A. Well, apparently it's been running for more</p>

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 than a year.
 3 Q. Okay.
 4 A. They have -- in this kind of a --
 5 MS. PHARES: All we're listening to is what
 6 she downloaded?
 7 MR. MONAGHAN: Correct.
 8 MS. PHARES: And she downloaded it down from
 9 what site?
 10 MR. MONAGHAN: Transfandom.
 11 MS. PHARES: A fan site.
 12 MR. MONAGHAN: Transfandom.
 13 MS. PHARES: I understand that. Whose?
 14 THE WITNESS: It was called Transfandom
 15 Armada Theme. I typed in Transformers Armada,
 16 that site came up. It says, download Transformers
 17 Armada Theme here.
 18 MS. PHARES: We don't know if this has any
 19 connection with any other Defendants here.
 20 MR. MONAGHAN: No, we do know. We do know
 21 that the only way that somebody could get any
 22 rights to the Transformers was from Sunbow or
 23 HASBRO.
 24 MS. PHARES: Your Honor, there are
 25 infringing works on the Internet, all over the

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Internet. This is not probative evidence --
 3 THE COURT: Well, isn't this, though,
 4 something you should be taking up on
 5 cross-examination?
 6 MS. PHARES: Your Honor, this is being
 7 offered to connect up --
 8 THE COURT: Well, it is not connected up in
 9 my mind. The last time we talked I thought you
 10 were going to show me something, something with
 11 credits on it, that would in some way -- I don't
 12 want to use the word implicate but show that
 13 somebody was --
 14 MS. PHARES: Connect --
 15 THE COURT: -- was connected up here.
 16 MR. MONAGHAN: We're going to show you
 17 Visionaries on the T.V. We were on Armada the
 18 last exhibit, so I thought we would finish Armada.
 19 THE COURT: So Armada you are telling me has
 20 the Plaintiff's music on it?
 21 MR. MONAGHAN: Correct.
 22 THE COURT: Okay. Is there anything that
 23 connects up Armada, except what you say, is that
 24 nothing goes anywhere without a licensing
 25 agreement or something like that, is that the

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 purpose?
 3 MR. MONAGHAN: Yes.
 4 THE WITNESS: This is the daily T.V. show.
 5 This is what they play on the show every day. The
 6 theme for the T.V. show Armada.
 7 MR. MONAGHAN: You heard the Judge's
 8 question. Can you answer the Judge's inquiry?
 9 THE WITNESS: Yes.
 10 MR. MONAGHAN: Tell him.
 11 THE WITNESS: Is there anything that
 12 connects this play?
 13 THE COURT: Yes.
 14 THE WITNESS: This is a recording of the
 15 theme that's played on television for the T.V.
 16 show Armada. I also have the one that's played
 17 for another T.V. show that is the -- The
 18 Transformers.
 19 THE COURT: You'll agree there was a time
 20 when you could go to Napster and probably get this
 21 and a million other ones for nothing, download it?
 22 THE WITNESS: I never worked with NAPSTER,
 23 so I don't do that.
 24 THE COURT: I don't either. I read about
 25 it.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 THE WITNESS: I'm not objecting to
 3 Transfandom. This is just a copy, a recording of
 4 that theme. That is the exact theme they play on
 5 television broadcast for the show.
 6 THE COURT: Okay, I'm not going to let this
 7 in unless you connect it up somehow.
 8 Let's get back to the other one with the
 9 credits on it.
 10 MR. MONAGHAN: Well, if I may?
 11 THE WITNESS: They are playing my theme on
 12 television.
 13 THE COURT: I believe that. I believe that.
 14 Go ahead.
 15 MR. MONAGHAN: It has been connected with a
 16 prior exhibit. The prior exhibit was the exhibit
 17 that showed the products that are available on and
 18 through Amazon.com.
 19 THE COURT: Let's go to the next --
 20 MR. MONAGHAN: Okay, I've inserted Exhibit
 21 36 for I.D. And we tried to get this to the
 22 point --
 23 THE COURT: All right.
 24 MR. TANNENBAUM: Your Honor, may we stand
 25 over here?

<p style="text-align: right;">Page 433</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 THE COURT: You can get as close as you want</p> <p>3 to around there.</p> <p>4 MR. MONAGHAN: I'm going to rewind it a</p> <p>5 little bit.</p> <p>6 (Plaintiff's Exhibit No. 36 played for the</p> <p>7 Court)</p> <p>8 MR. MONAGHAN: Did you see the name Jay</p> <p>9 Bacal?</p> <p>10 MR. TANNENBAUM: We saw the name Jay Bacal.</p> <p>11 We'll stipulate to this.</p> <p>12 THE COURT: Yes.</p> <p>13 MS. SAFFER: It says, title song Kinder</p> <p>14 something.</p> <p>15 MR. TANNENBAUM: Kinder-Bryant.</p> <p>16 (Plaintiff's Exhibit No. 36 played for the</p> <p>17 Court)</p> <p>18 MS. SAFFER: Title song by Kinder & Bryant.</p> <p>19 Music composed, produced by Thomas Chase and Steve</p> <p>20 Rucker. Title song by Kinder & Bryant.</p> <p>21 Combination, in other words, of at least four</p> <p>22 different people on this particular thing. And</p> <p>23 there's copyright Sunbow Productions '87, Wildstar</p> <p>24 Music '87, Starwild Music '87.</p> <p>25 THE COURT: Okay.</p>	<p style="text-align: right;">Page 435</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 Q. Miss Bryant, did you hear the music that is</p> <p>3 being played?</p> <p>4 A. Yeah.</p> <p>5 Q. Whose new music is that?</p> <p>6 A. It's mine.</p> <p>7 Q. What money do you get out of that VHS?</p> <p>8 A. Well, that was just a dub. I mean -- but</p> <p>9 out of the product line that is available, VHS, DVD, I</p> <p>10 don't get anything.</p> <p>11 Q. Even though you are shown and credited with</p> <p>12 the title song?</p> <p>13 A. Yes.</p> <p>14 MR. TANNENBAUM: Objection. Kinder & Bryant</p> <p>15 is shown, just for the sake of clarity.</p> <p>16 THE COURT: All right.</p> <p>17 MR. MONAGHAN: We offer that exhibit.</p> <p>18 THE COURT: I accepted it.</p> <p>19 MR. MONAGHAN: You already ruled on</p> <p>20 Transformers Armada?</p> <p>21 THE COURT: Right. It is not admitted. It</p> <p>22 is subject to some other connection.</p> <p>23 MR. MONAGHAN: The next series of exhibits,</p> <p>24 your Honor, do relate to Visionaries, the</p> <p>25 clearance forms. These are not in evidence yet, I</p>
<p style="text-align: right;">Page 434</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MS. SAFFER: Three copyrights for composers</p> <p>3 at least participated in this production.</p> <p>4 MR. MONAGHAN: Well, with all due respect to</p> <p>5 Miss Saffer, I appreciate that information, but</p> <p>6 she's not a witness.</p> <p>7 THE COURT: Hold on. Hold on. This is --</p> <p>8 what exhibit are we talking about now?</p> <p>9 MR. MONAGHAN: 37.</p> <p>10 COURT OFFICER: 36.</p> <p>11 THE COURT: All right, it is admitted in</p> <p>12 evidence.</p> <p>13 (Plaintiff's Exhibit No. 36, marked and</p> <p>14 received in evidence)</p> <p>15 MR. MONAGHAN: Just one more question on it,</p> <p>16 your Honor, if I may?</p> <p>17 Q. Miss Bryant -- can you play a little bit</p> <p>18 more?</p> <p>19 -- is the music on there?</p> <p>20 THE COURT: I saw it.</p> <p>21 MR. MONAGHAN: Joe Bacal. His name just</p> <p>22 came up.</p> <p>23 Q. In what context --</p> <p>24 MR. TANNENBAUM: One of the three executive</p> <p>25 producers.</p>	<p style="text-align: right;">Page 436</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 don't believe.</p> <p>3 THE COURT: All right.</p> <p>4 (Plaintiff's Exhibit Nos. 39 through 41,</p> <p>5 marked for identification)</p> <p>6 THE COURT: 39 through 41. 38 was not</p> <p>7 admitted. It is subject to some future</p> <p>8 connection. Up to 37 it was admitted into</p> <p>9 evidence. Not 31, though. 31 is not in evidence.</p> <p>10 MS. PHARES: But we thought there was -- the</p> <p>11 download had been identified, the download CD of</p> <p>12 music had been identified.</p> <p>13 THE COURT: The other one was a DVD.</p> <p>14 (Plaintiff's Exhibit No. 42, marked for</p> <p>15 identification)</p> <p>16 Q. I'll show you now Exhibit 39, Miss Bryant.</p> <p>17 MR. MONAGHAN: I'm handing copies to my</p> <p>18 colleagues.</p> <p>19 Q. Can you identify Exhibit 39?</p> <p>20 A. Yes. It is a clearance form, a BMI</p> <p>21 clearance form.</p> <p>22 Q. For what?</p> <p>23 A. For the Visionaries Theme.</p> <p>24 Q. Is that the theme we heard when we played</p> <p>25 VHS?</p>

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<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 A. Yes.</p> <p>3 Q. Okay, and do you recognize the signature on</p> <p>4 39?</p> <p>5 A. Ford signed this.</p> <p>6 MR. MONAGHAN: We offer Exhibit 39.</p> <p>7 THE COURT: Objection?</p> <p>8 MS. SAFFER: No objection.</p> <p>9 MR. TANNENBAUM: No objection.</p> <p>10 I want to make sure he said Ford signed</p> <p>11 this.</p> <p>12 THE WITNESS: Ford Kinder, yes.</p> <p>13 (Plaintiff's Exhibit No. 39, marked and</p> <p>14 received in evidence)</p> <p>15 Q. Showing you 39 again, Miss Bryant -- and</p> <p>16 this relates to what composition again?</p> <p>17 A. The Visionaries Theme, give title, picture</p> <p>18 film or show. Visionary picture television.</p> <p>19 Q. Whose name is shown down on the bottom, I</p> <p>20 think it is on the right-hand side? I'm sorry, the</p> <p>21 left-hand side.</p> <p>22 A. Yeah, name -- name and address of submitting</p> <p>23 BMI affiliate Starwild Music, Inc. care of Law Offices of</p> <p>24 William M. Dobishinsky, 6430 Sunset Boulevard, Suite 1521,</p> <p>25 Hollywood, California 90288.</p>	<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MS. PHARES: If what she's saying Kinder is</p> <p>3 getting them, then her beef frankly is with Ford</p> <p>4 Kinder.</p> <p>5 THE COURT: Because Kinder is settled with</p> <p>6 her isn't it a fact that legally she's entitled --</p> <p>7 I'm not saying who is going to, but legally she's</p> <p>8 entitled to 100 percent.</p> <p>9 MS. PHARES: Well, no.</p> <p>10 MS. SAFFER: Well, first of all, I don't</p> <p>11 feel that it's up to me to opine on what happens</p> <p>12 to Mr. Kinder's share. The fact of the matter is</p> <p>13 that normally BMI only and as Miss Bryant herself</p> <p>14 has acknowledged we take instructions from</p> <p>15 writers. If Mr. Kinder said to us my 50 percent</p> <p>16 share should now be sent to Anne Bryant, as he</p> <p>17 said here, mail it to Bill Dobishinsky, we would</p> <p>18 be doing that. We never got such an instruction.</p> <p>19 And does the settlement mean that that's what</p> <p>20 should happen? It's not up to me to say what</p> <p>21 their settlement meant or amounts to.</p> <p>22 THE COURT: Okay, I believe that although</p> <p>23 maybe this wasn't acted upon in the proper way</p> <p>24 when the settlement occurred, this meant that Anne</p> <p>25 Bryant got a hundred percent of any writer's --</p>
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<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 Q. And what does this have to do with -- you</p> <p>3 are shown as having a 50 percent interest, correct?</p> <p>4 A. Yes.</p> <p>5 Q. What does this have to do with your</p> <p>6 settlement with Kinder, if anything?</p> <p>7 A. I'm sorry --</p> <p>8 MS. PHARES: Objection. Relevance.</p> <p>9 THE COURT: Well, yeah, Kinder is out of</p> <p>10 this.</p> <p>11 THE WITNESS: Yeah, I'm starting to -- a</p> <p>12 little bit --</p> <p>13 MR. MONAGHAN: Kinder is out of it. But as</p> <p>14 the testimony has come in already, I'm not -- I</p> <p>15 don't think I'm going overboard saying, no, she</p> <p>16 says, no, she has got 100 percent, although this</p> <p>17 says 50, she now has a hundred.</p> <p>18 THE COURT: Anyone disagree with that?</p> <p>19 MS. SAFFER: Yes, your Honor. We have not</p> <p>20 been notified or given any assignments or</p> <p>21 instructions or anything --</p> <p>22 THE COURT: I'm not saying you are wrong,</p> <p>23 but as a matter of law if Kinder is out who else</p> <p>24 is there that could possibly get the writer's</p> <p>25 share?</p>	<p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MR. TANNENBAUM: In which case I would like</p> <p>3 the opportunity to amend my answer to assert</p> <p>4 counterclaims to Miss Bryant to the extent she</p> <p>5 steps into Mr. Kinder's shoes.</p> <p>6 THE COURT: Nothing gets amended at this</p> <p>7 point, ladies and gentlemen. This case is going</p> <p>8 forward on the pleadings as you have done.</p> <p>9 MR. TANNENBAUM: Excuse me, Visionaries is</p> <p>10 not in the pleading against my client.</p> <p>11 THE COURT: I know that, so why are you</p> <p>12 amending anything?</p> <p>13 MS. PHARES: Your Honor, are we talking</p> <p>14 about the settlement agreement that was admitted</p> <p>15 this morning? Because I don't --</p> <p>16 THE COURT: There are two of them.</p> <p>17 MS. PHARES: Yes. And there is one from</p> <p>18 1994 that I'm looking at and that says nothing</p> <p>19 about performance royalties.</p> <p>20 MS. SAFFER: It says each will keep their</p> <p>21 own share is what it says. The original one says</p> <p>22 that -- Miss Bryant's share.</p> <p>23 THE COURT: You all have your exceptions.</p> <p>24 Please sit down. We are going forward.</p> <p>25 Go ahead, counselor.</p>

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 MR. MONAGHAN: Thank you, Judge.
 3 BY MR. MONAGHAN:
 4 Q. I'll show you now, Miss Bryant, Exhibit 40
 5 for identification. Can you identify that exhibit?
 6 A. Yes. It's a Broadcast Music received
 7 clearance report submitted by SONY A.T.V. songs on
 8 4/24/97.
 9 MR. MONAGHAN: We offer that exhibit, your
 10 Honor.
 11 THE COURT: Objection?
 12 MR. TANNENBAUM: Can I take a look at that,
 13 please.
 14 THE COURT: Do you have a copy of that or at
 15 least explain it to me.
 16 MR. MONAGHAN: Yes, I'm sorry.
 17 THE COURT: Give it to the court officer.
 18 MR. TANNENBAUM: This is the handwriting --
 19 MR. MONAGHAN: We stipulate I think that's
 20 Miss Bryant's handwriting.
 21 Am I correct, Miss Bryant?
 22 THE WITNESS: Yes. No. Actually, opening
 23 title page one, this was a woman who works for me
 24 at my office on a part-time basis was helping me
 25 organize the papers and I said write this so we

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 can see what we are doing.
 3 Q. You recognize the handwriting?
 4 A. Yes.
 5 Q. What is that woman's name?
 6 A. Stella Scheck.
 7 MR. TANNENBAUM: How about the circles?
 8 MR. MONAGHAN: We don't submit it with that
 9 hand -- if it helps we'll stipulate that the
 10 handwriting is not part of the exhibit.
 11 THE COURT: I didn't think it was. Any
 12 other objection?
 13 MR. TANNENBAUM: No objection.
 14 THE COURT: All right, so that's 40.
 15 THE WITNESS: 40, yes.
 16 (Plaintiff's Exhibit No. 40, marked and
 17 received in evidence)
 18 Q. Do you know, Miss Bryant, which particular
 19 song is this?
 20 A. Visionaries Opening Title.
 21 Q. Okay. And who is shown as having a
 22 participation or an interest in this composition?
 23 A. Myself. Anne Bryant. Share 50 percent.
 24 Q. That's a writer's share?
 25 A. Yes. Writer's share. Joe Bacal writer's

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 share 25 percent. Jay Michael Bacal, share 25 percent.
 3 Q. How is it that Joe Bacal has a share in
 4 Visionaries? As a writer?
 5 A. Well, that is a change from the original
 6 registration.
 7 MR. TANNENBAUM: The witness didn't answer
 8 the question.
 9 Q. If you know?
 10 A. I don't know.
 11 Q. How was it that Jay Michael Bacal has a
 12 25 percent writer's share?
 13 A. I don't know how.
 14 Q. Do you know what happened on April 24th
 15 1997, the date shown on that exhibit?
 16 Is that the date? Am I right?
 17 A. Yes.
 18 Q. Okay.
 19 A. I don't know.
 20 Q. Was that ever explained to you?
 21 A. No, that wasn't.
 22 Q. Okay. I show you now Exhibit 41, a copy of
 23 which I'll give to -- two copies of which I will give to
 24 counsel.
 25 And I ask you if you can identify Exhibit 41

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 which has been marked by Ms. Kent?
 3 A. It's another Broadcast Music received
 4 clearance report 242497 submitted by SONY A.T.V. And what
 5 it didn't say about that and this one, it says, publishers
 6 Starwild Administrator SONY A.T.V.
 7 Q. What does that mean?
 8 A. I'm not sure. The publisher is the
 9 administrator, is my understanding.
 10 Q. Same date?
 11 A. Same date --
 12 Q. Okay.
 13 A. -- same credits.
 14 MR. MONAGHAN: Same offer.
 15 MR. TANNENBAUM: No objection.
 16 THE COURT: Okay, 41 is accepted into
 17 evidence.
 18 MS. PHARES: Your Honor, I would like to
 19 move to strike Miss Bryant's understanding of who
 20 is a publisher or the administrator is since it
 21 began with I don't know.
 22 (Plaintiff's Exhibit No. 41, marked and
 23 received in evidence)
 24 THE COURT: It is problematical, but I'm not
 25 going to strike it.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Go ahead.
 3 Q. Exhibit 41 in evidence, how does that differ
 4 or how is it similar to, if it is, Exhibit 40?
 5 We're talking about Visionaries here,
 6 correct?
 7 A. Yes.
 8 Q. Okay. And the same question: How is it
 9 similar or dissimilar to the --
 10 A. Well, the writer's shares are similar.
 11 Q. No, the song.
 12 A. Visionaries Closing Title as opposed to
 13 Opening Title.
 14 Q. Okay. And whose music is in the opening or
 15 closing titles?
 16 A. I wrote Visionaries.
 17 Q. And what monies do you realize as a result
 18 of other than performance royalties?
 19 A. Nothing.
 20 THE COURT: Did you move 41 into evidence?
 21 COURT REPORTER: I marked it, Judge.
 22 THE COURT: All right, 42, my understanding,
 23 is that download?
 24 MR. MONAGHAN: The download, yes, your
 25 Honor. That's not in evidence.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 (Pause in the Proceedings)
 3 MR. MONAGHAN: Okay, I have the next exhibit
 4 I'd like to mark, your Honor, many page exhibit.
 5 I will represent to counsel that this was
 6 previously marked at the Weitzman deposition as
 7 Weitzman C.
 8 (Plaintiff's Exhibit No. 43, cue sheets for
 9 animated pony characters, marked for
 10 identification)
 11 MR. MONAGHAN: I have the face page of that
 12 exhibit.
 13 Q. Okay, Miss Bryant, I'm going to hand you now
 14 Exhibit 43. Take a moment or two to take a look at that.
 15 There is quite a bit to it. And I ask you if you can tell
 16 the Court what that is.
 17 A. These are cue sheets for animated pony
 18 characters. Animated television series.
 19 Q. What series?
 20 A. Oh, Ghosts Of Paradise, My Little Pony.
 21 Q. Okay, can you run through the pages?
 22 A. Uh-huh.
 23 Q. Do all of these pages relate to My Little
 24 Pony in some way or another?
 25 A. I see My Little Pony and Friends Theme. My

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Little Pony and Friends. It shows Ford and Barry and
 3 myself as the authors.
 4 And do you want other people in here?
 5 Carole Weitzman.
 6 Q. No, don't read from it yet.
 7 MR. MONAGHAN: We're going to offer this
 8 exhibit which has been previously furnished to the
 9 Defendants as Weitzman C.
 10 MS. VALENCIA: Your Honor, respectfully,
 11 Defendants did not receive copies of what was
 12 previously marked at the Weitzman deposition,
 13 either at the deposition or after the deposition.
 14 And we don't know what is in the full packet. We
 15 only received the top page.
 16 MR. PRIMIANO: Your Honor, this has been
 17 previously Bate Stamp Numbers 2,398 to 2,606 and
 18 furnished to Defendants.
 19 MR. TANNENBAUM: We're not claiming at the
 20 moment that we have not gotten a copy of the
 21 document in some form, but we don't know what is
 22 in the compilation.
 23 MR. MONAGHAN: Okay.
 24 MR. TANNENBAUM: If he -- we're not
 25 objecting to a composite exhibit, we need to look

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 at it.
 3 THE COURT: All right. So please
 4 describe -- this is the cue sheets for My Little
 5 Pony; is that right?
 6 MR. MONAGHAN: That's right.
 7 THE WITNESS: My Little Pony and Friends.
 8 THE COURT: My Little Pony and Friends.
 9 MR. MONAGHAN: Well, just for the record, I
 10 will note that the typewritten name is My Little
 11 Pony and somebody has written by hand And Friends.
 12 THE WITNESS: Is also on the alter credits
 13 My Little Pony and Friends. You see it on every
 14 sheet. That's the music. Theme credits.
 15 MR. MONAGHAN: For example, if I may, Miss
 16 Bryant, just let me deal with this. Page 2,518,
 17 it just says My Little Pony. It doesn't say My
 18 Little Pony and Friends.
 19 THE COURT: My Little Pony is within the
 20 four corners of the complaint.
 21 MR. MONAGHAN: Yes, it is.
 22 MR. TANNENBAUM: Mr. Monaghan, as best you
 23 can tell, the numbers are sequential?
 24 MR. MONAGHAN: I think so. I hope so.
 25 MR. TANNENBAUM: Can your Honor take it

<p style="text-align: right;">Page 449</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 subject to us reviewing it tonight?</p> <p>3 THE COURT: All right.</p> <p>4 MR. TANNENBAUM: Other than that we have no</p> <p>5 objection.</p> <p>6 THE COURT: Any objection by anyone else?</p> <p>7 MS. PHARES: Subject to the same</p> <p>8 reservation, your Honor.</p> <p>9 THE COURT: All right, accept them into</p> <p>10 evidence. 42 is also in evidence. That's the</p> <p>11 download of Visionaries.</p> <p>12 MR. MONAGHAN: Thank you, your Honor.</p> <p>13 (Plaintiff's Exhibit Nos. 42 and 43, marked</p> <p>14 and received in evidence)</p> <p>15 MS. PHARES: Your Honor, just to correct the</p> <p>16 record, you just said that 42 is also in evidence.</p> <p>17 That's the download?</p> <p>18 THE COURT: Yes.</p> <p>19 MS. PHARES: You had earlier said that was</p> <p>20 not in evidence.</p> <p>21 THE COURT: No, the Transformers 38 is not</p> <p>22 in evidence.</p> <p>23 MS. PHARES: That was subject to connection.</p> <p>24 The download was the one where she took it off the</p> <p>25 fan site.</p>	<p style="text-align: right;">Page 451</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 THE COURT: 42 is not in evidence. Let's go</p> <p>3 forward.</p> <p>4 (Plaintiff's Exhibit No. 42, marked only for</p> <p>5 identification)</p> <p>6 MR. MONAGHAN: We're on the cue sheets.</p> <p>7 Q. This is in evidence, 43, do you know what --</p> <p>8 what is the import of this exhibit, to your knowledge?</p> <p>9 A. These are the cue sheets that BMI accepts to</p> <p>10 register people's writing, music composition, song, theme</p> <p>11 song composition.</p> <p>12 Q. Now, is this your understanding that all of</p> <p>13 the composition --</p> <p>14 MR. MONAGHAN: I'm leading. I apologize for</p> <p>15 leading. I'm trying to get there.</p> <p>16 MR. TANNENBAUM: All right.</p> <p>17 Q. It relates, all of these exhibits relate to</p> <p>18 My Little Pony, in some fashion?</p> <p>19 A. Yes.</p> <p>20 Q. And the information on here includes song</p> <p>21 titles?</p> <p>22 A. Yes.</p> <p>23 Q. Okay. And it also includes the duration of</p> <p>24 the playing of the song?</p> <p>25 A. Yes.</p>
<p style="text-align: right;">Page 450</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 THE COURT: Yeah, and we played it here and</p> <p>3 we had Mr. Bacal's name on it.</p> <p>4 MS. PHARES: No, no, that is the</p> <p>5 Visionaries.</p> <p>6 THE COURT: That's the Visionaries, right?</p> <p>7 MS. PHARES: That was No. 36.</p> <p>8 THE COURT: 36, all right.</p> <p>9 MS. PHARES: I think, respectfully, your</p> <p>10 Honor, you said you were not admitting No. 42, the</p> <p>11 download.</p> <p>12 THE COURT: I have 42 as the Visionaries,</p> <p>13 the tape download. But the final authority in</p> <p>14 this, Liz?</p> <p>15 (Pause in the Proceedings)</p> <p>16 MR. MONAGHAN: 36 is the Visionaries tape.</p> <p>17 42 is the download.</p> <p>18 THE COURT: 42. This is the one we looked</p> <p>19 at.</p> <p>20 MS. PHARES: No.</p> <p>21 MR. MONAGHAN: This is the one on the</p> <p>22 laptop.</p> <p>23 THE COURT: We'll have to go back over this</p> <p>24 one and see if this is the one with the credits.</p> <p>25 MR. MONAGHAN: No, Visionaries.</p>	<p style="text-align: right;">Page 452</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 Q. Okay. In the series?</p> <p>3 A. Yes.</p> <p>4 Q. Who actually submits this, if you know?</p> <p>5 A. I don't know who submits it.</p> <p>6 Q. Okay. Do you see the reference on the</p> <p>7 exhibit, the first page, Sunbow Productions as the</p> <p>8 producer, 130 Fifth Avenue, New York, New York 10001,</p> <p>9 U.S.A. attention Carole White?</p> <p>10 A. Yes.</p> <p>11 Q. Do you know who Carole White is?</p> <p>12 A. Carole Weitzman was a senior production</p> <p>13 executive at Sunbow most of the time. Vice-president, I</p> <p>14 think.</p> <p>15 Q. Now, I see on the first page that there are</p> <p>16 some names, some of which we have not heard in the case</p> <p>17 thus far. I believe. My recollection may be faulty.</p> <p>18 There is a reference to Pony Ashford cues?</p> <p>19 A. Yes.</p> <p>20 Q. Now, cues would be what?</p> <p>21 A. Background music.</p> <p>22 Q. That would not be anything with lyrics?</p> <p>23 A. No.</p> <p>24 Q. Okay. And it's shown as William Ashford of</p> <p>25 BMI share of 100 percent; do you know what that is?</p>

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 A. That's his writer's share, writer's share

3 for the work he did.

4 Q. Do you know what contribution he did in fact

5 make? Of your own person --

6 A. No, I don't. The Pony case, I really

7 don't -- I don't know how to interpret that.

8 Q. Do you have any idea why there is a name for

9 Wildstar ASCAP on a number of these pages?

10 A. The publisher.

11 Q. Okay. And you also see the name Starwild,

12 for example, on Page Bate's 2441?

13 A. Yes. Barry Harmon is an ASCAP writer and

14 his portion is published by Wildstar which is an ASCAP

15 publishing company. Ford Kinder and I are BMI. And

16 Starwild Music is a BMI publisher.

17 Q. So if we look at Page 2441 and we talk about

18 the second composition My Little Pony and Friends Theme,

19 it says Bryant BMI 25 percent, Kinder BMI 25 percent,

20 Harmon ASCAP 50 percent, Starwild Music BMI 50 percent,

21 Wildstar Music 50 percent?

22 A. That's right.

23 Q. Adds up to 200 percent?

24 A. Yes.

25 Q. 100 percent publishing, 100 percent writing.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 You have to answer verbally.

3 A. Yes.

4 MR. MONAGHAN: You said 4:15, Judge?

5 THE COURT: Just keep going.

6 MR. MONAGHAN: This, your Honor, this

7 next -- next exhibit involves some of the

8 technical equipment here, and only Miss Bryant can

9 actually operate this. She put this together.

10 THE WITNESS: Can I get up?

11 MR. MONAGHAN: And I have just by way of a

12 proffer is -- and we understand that this is more

13 in the nature of a compilation or a summary, it is

14 intended to summarize the uses of these various

15 compositions of Miss Bryant. There is a hard copy

16 here and my understanding is, and I'm not

17 technically proficient in this, there is a CD Rom

18 that will have not only the information on this

19 hard copy, but when Miss Bryant clicks the -- what

20 is that a speaker? There will be a very short

21 segment of the music. So it will match up the

22 music with each of the compositions.

23 THE WITNESS: I didn't do that. I didn't do

24 that.

25 MR. MONAGHAN: Oh, you didn't do that? You

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 didn't do what?

3 THE WITNESS: I put the music icon into it

4 to do that.

5 MR. MONAGHAN: Will you be able to play the

6 music?

7 THE WITNESS: I have the VHSs cued up if you

8 want them.

9 MR. MONAGHAN: Okay, so do we have to set up

10 a screen?

11 THE WITNESS: It takes a second.

12 THE COURT: What is the purpose?

13 MR. MONAGHAN: Wrap this all up with the

14 uses of Miss Bryant's music and the various

15 compositions what is currently being done.

16 MS. PHARES: That is what Mr. Bacal did last

17 night.

18 MR. TANNENBAUM: And we stipulated to it.

19 THE COURT: I thought we agreed that in all

20 of these videos and everything that, one, your

21 client had done the music and; two, that it was on

22 there and; three, she had not been paid for it.

23 I'm not saying that she deserves to be paid for it

24 but she is saying she never got any money for it.

25 MR. MONAGHAN: Your Honor, the day is long

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN

2 and there has been a lot of work involved in this.

3 THE COURT: I'll let you do it. Sounds good

4 to me.

5 MS. SAFFER: Excuse me, your Honor, the

6 stipulation was that some of the music in all of

7 those products was the Plaintiff's music, not all

8 of the music.

9 THE COURT: Right. There was the bridge or

10 something. She didn't do that.

11 MR. TANNENBAUM: Whatever is in the T.V.

12 Series is on the tape.

13 MS. PHARES: It is on the tape? I don't

14 understand.

15 THE COURT: Ladies and gentlemen, I have let

16 the Plaintiff try his case. I'm going to let him

17 show this for whatever it's worth, all right?

18 Where are we seeing this? Against the wall?

19 MR. MONAGHAN: No, we have my old -- when my

20 kids -- this is like 35 years old with the eight

21 millimeter screen. I dredged it up from the

22 basement just for this.

23 MS. SAFFER: Your Honor, I also just want to

24 be sure the record reflects that the claim that

25 she had not been paid for the video -- the claim

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 was that she had not been paid perhaps for the use
 3 of the music in the sale. She has been paid
 4 public performance royalties.
 5 THE COURT: Why don't we just play it
 6 against that wall there. It will probably come
 7 out. Let's do that. Stop fooling around with
 8 that.
 9 MR. MONAGHAN: We've got it, I think.
 10 (Pause in the Proceedings)
 11 THE COURT: All right, Miss Bryant, why
 12 don't you turn that on so we can focus.
 13 MR. MONAGHAN: Let's go with the wall. All
 14 right, we have hard copies of -- we did.
 15 THE WITNESS: Okay.
 16 MR. MONAGHAN: If I could inquire of the
 17 witness, your Honor?
 18 THE COURT: Yes.
 19 BY MR. MONAGHAN:
 20 Q. Miss Bryant, what is this material that you
 21 are attempting to put on the wall here in the courtroom?
 22 A. Just the Power Point collection of the
 23 history of the different products and the ways that we use
 24 now.
 25 MS. PHARES: If these are your screens is

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 there any reason why we can't just use these?
 3 MR. MONAGHAN: Yeah, there's a good reason.
 4 MR. PRIMIANO: That's true.
 5 MR. MONAGHAN: Because then we can all look
 6 at it simultaneously and not be distracted.
 7 MS. PHARES: Except we can't see it on the
 8 wall.
 9 THE WITNESS: Do they have copies?
 10 MR. MONAGHAN: Yeah.
 11 MR. TANNENBAUM: We have copies.
 12 THE WITNESS: Good, then we can talk about
 13 it.
 14 Q. What is this first screen, Miss Bryant?
 15 A. A JEM Theme which was recorded March 7th
 16 '85. JEM Girls Theme, I don't know the recorded date on
 17 that. And JEM Songs And Their History.
 18 Q. From what source is that information
 19 obtained?
 20 A. The theme was recorded. It's on my score.
 21 I think it's in evidence.
 22 Q. Okay. And you have up there JEM Songs 154;
 23 is that correct?
 24 A. Yeah, I do have a list of them.
 25 Q. Okay.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. They are also in my BMI catalog.
 3 Q. So they are in Exhibit 2?
 4 A. Yeah.
 5 Q. All 154?
 6 A. Yes.
 7 Q. Now, on the left is 1985 to 1989; what does
 8 that reference?
 9 A. Those are the dates that I found that the
 10 show was either initially broadcast or in syndication in
 11 the United States.
 12 Q. This is a Sunbow T.V. production?
 13 A. Yes.
 14 Q. Okay. And over on the right you have some
 15 information; what is that intended to show?
 16 A. Well, it's -- the show was also broadcast in
 17 foreign broadcast.
 18 Q. How do you know that?
 19 A. I know it from my BMI payments. All my
 20 foreign --
 21 Q. And then on the second entry on the
 22 left-hand column you have reference to home video?
 23 A. Yes, some of those are in evidence.
 24 MS. PHARES: Your Honor, I don't understand
 25 the point of this. We've looked at evidence.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 MR. MONAGHAN: It's to tie it all up.
 3 That's what we do when we wind up we tie it all
 4 up.
 5 MS. PHARES: You do that at the end.
 6 MR. MONAGHAN: We do that --
 7 MS. PHARES: At the end of the case, I mean.
 8 MR. MONAGHAN: No, we do it at the end of
 9 the Plaintiff's case.
 10 THE COURT: Let's just move this thing
 11 along. I'll decide what is going to happen to it
 12 after we see what it is. Go ahead.
 13 Q. Go ahead, Miss Bryant, please explain the
 14 rest of the entries.
 15 A. In recent information they gave us it
 16 appears that the JEM Television Show was also sold in home
 17 video throughout the 90s abroad.
 18 MS. PHARES: Your Honor, there is no
 19 evidence in this case as to that fact. There has
 20 been no JEM license or what-have-you introduced in
 21 this case.
 22 THE COURT: I agree. At this point there
 23 has been no --
 24 MS. PHARES: So if this --
 25 THE COURT: -- licensing agreement

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 introduced by anybody.
 3 MR. MONAGHAN: Subject to connection with
 4 the next witnesses.
 5 MS. PHARES: And we're not doing the damage
 6 part of this case. We're doing --
 7 THE COURT: Well, what we're going to do is
 8 liability first, I said that inside. Let's get
 9 this over with, for whatever value it has, it has
 10 been put together. I'm going to look at it. You
 11 may look at it or not.
 12 Let's go ahead.
 13 Q. Go ahead, Anne.
 14 A. Okay. And below that is March 30th this
 15 year 2004, Sunbow licensed Rhino for the DVD JEM
 16 production, 26 episodes out of the series.
 17 Q. I'm sorry, where are you?
 18 A. That's on the bottom with the chairs.
 19 Q. Can you raise that?
 20 THE COURT: Don't worry about that.
 21 MR. MONAGHAN: Okay, that's true.
 22 MS. PHARES: We have the chart, which is all
 23 that we can see in any event.
 24 Q. All right. Continue, please.
 25 A. And the way I know it's on the right T.V.

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 Loonland their site shows their marketing of this show
 3 around the globe. T.V. Loonland dot com.
 4 MR. MONAGHAN: Is there any dispute about
 5 that from anybody?
 6 MS. PHARES: Yes. There is no evidence in
 7 the record yet, so --
 8 THE COURT: All right, let's get on with
 9 this exhibit, please.
 10 MR. MONAGHAN: Okay.
 11 Q. Go ahead. Are we done with the first page?
 12 A. This is JEM Theme and Songs.
 13 Q. Okay. Now, the next page is JEM Main Theme
 14 Opening?
 15 A. Yes.
 16 Q. Okay. And --
 17 A. Original title.
 18 Q. -- tell me what that is about.
 19 A. What's interesting about this is that there
 20 was a premium -- there were premium cassettes that were
 21 sold with the toys. And they were products in addition to
 22 the toys that were sold with the toys. And of course it
 23 does say the original title of the show was M. And I
 24 recorded a theme then.
 25 Q. What about the entry on the right-hand side?

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 A. Item -- I'm not sure that I have the
 3 complete information about how the jingle was broadcast or
 4 if it was broadcast abroad.
 5 Q. Okay.
 6 A. I just --
 7 MS. PHARES: Your Honor, if I may just have
 8 a standing objection to this entire exhibit. This
 9 is completely --
 10 THE COURT: I'll give you all an outstanding
 11 objection to it.
 12 Q. Next page.
 13 A. Do you want that?
 14 THE COURT: We're not going to take pieces
 15 out of the newspaper. Go ahead.
 16 MR. MONAGHAN: No, no, I mentioned to you
 17 skip that. It shouldn't be a part of what your
 18 Honor has.
 19 THE COURT: All right, let's go.
 20 A. As far as the 1983 to the present.
 21 Q. Okay, what is this page intended to depict?
 22 A. It is intended to show all of the uses of
 23 this theme which was written originally as a jingle. This
 24 music that I wrote is for a jingle. And how many
 25 different ways throughout time to where we are right now,

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
 2 including the Armada T.V. Show and the Energon T.V. Show
 3 in 2004 that are using it as the music theme for their
 4 show. It has also been used in promos. It has been
 5 adapted for the movie, the theme that we used has been
 6 used for the T.V. show. There are DVD releases. So you
 7 see kind of a tree, you know, all the branches of the tree
 8 from the top down to -- there are also Transformers video
 9 games, but I don't know how to do those, so I don't know
 10 what is going on there. There is a ring tone.
 11 Q. What compensation do you receive from any of
 12 the uses that you have on this page?
 13 A. The only compensation -- this is good for
 14 that because I got compensation for the jingle and for the
 15 T.V. show when it was on the air. I got some cues for the
 16 background score. I get nothing for the recent
 17 Transformers jingle that Wall Mart is using. It is not
 18 registered. Nobody is filing for it. I get nothing for
 19 the new television shows Armada and Energon, which are
 20 also now becoming DVD releases. But I get no performance
 21 rights for the broadcast of the jingle or the T.V. themes
 22 for the new shows which used the same theme. So it is
 23 just to show you all the different ways this is being
 24 done. And most of them have not been made anything.
 25 Q. Now, when you say Wall Mart there, how do

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 you know that?

3 A. I just get calls from people all over the
4 country. Hey, your jingle is back on the air. My friends
5 are musicians so they know. They're using it to sell
6 Transformers in Wall Mart.

7 MR. TANNENBAUM: Just objection to the
8 testimony about "they". I don't know who "they"
9 is.

10 THE WITNESS: We don't know who they is
11 either.

12 MS. PHARES: I object to all of this
13 testimony. None of this is --

14 THE COURT: All right, let's go forward.
15 Your objection is noted.

16 Q. Okay, Miss Bryant, you said you do get some
17 royalties. Now what type of royalties are they?
18 Performance royalties or some other?

19 A. I got performance royalties for the jingle
20 right in the center, performance royalties for the T.V.
21 Series originally in different areas of theme broadcast
22 and foreign. And I've gotten some performance royalties
23 for the movie theme, and A Strange Way Called U.S.O. And
24 I never knew what that meant.

25 Q. Now, just to step back to that Visionaries,

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 there are a bunch of credits to people with apparently
3 Japanese sounding names; do you know any of those people?

4 A. You mean -- not Visionaries. You mean
5 Armada and Energon?

6 Q. Yes.

7 A. I know Hiato Matsuo who was credited on the
8 screen for writing the Transformers Armada, which is my
9 song, my music. It is an instrumental. I know he's a
10 well-known video game composer. That's all I know. I did
11 a Google on him.

12 Q. Okay, next page.

13 A. And Energon, I can't tell who did it, the
14 other one that is on now.

15 Q. What is this page intended to depict?

16 A. Well, it's the history of GI Joe music. And
17 the song that Ford wrote and the movie theme that Ford and
18 I did and Barry contributed to as well.

19 Q. Okay. Now, there's a name Loonland down
20 there; what does that mean?

21 Who is Loonland or what is Loonland?

22 A. Loonland appears to have a relationship with
23 Sunbow, and I'm not really sure if they are partners or
24 one owns the other or not, but they are marketing GI Joe
25 in every corner of the earth right now. Products along

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 with JEM and Transformers as part of their distribution
3 line.

4 Q. Okay, next page.

5 A. Licensing. Okay.

6 Q. Let's do those.

7 A. It is really light. That just shows the
8 history theme of My Little Pony. The original jingle
9 theme is 1979. We never really knew if the jingles
10 broadcast abroad. But we did it for HASBRO Griffin-Bacal.

11 Q. Okay, next page.

12 A. Okay. And an important thing we didn't
13 bring out, My Little Pony and Friends, we did another
14 theme for that very same show called Funny Friends.

15 MS. PHARES: Objection. I don't think there
16 is a question pending, nor does this appear to be
17 related to any of the screens.

18 MR. MONAGHAN: It does. If you look at the
19 next page there is a phrase Funny Friends right up
20 at the top.

21 THE WITNESS: I can't remember everything.

22 THE COURT: All right, let's go ahead. Your
23 objection is noted.

24 A. 1986 was a T.V. show we did for Sunbow. It
25 was domestic. And I know that the show was broadcast,

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1 CAROL ANNE BRYANT - DIRECT/MONAGHAN
2 foreign broadcast, because I got BMI royalties. And I
3 know that it was sold home video Sunbow Rhino, because I
4 found it in a history of Amazon. Or is it Rhino? I
5 forget. Domestic. And then home video for Sunbow foreign
6 we found in the SONY 1998 agreement that they just gave us
7 the other night.

8 Q. You have 1986 there. But when did you
9 discover this?

10 A. When did I discover what? That all of this
11 had happened?

12 Q. Yeah.

13 A. I mean, I knew about 1986. But I really
14 didn't know about anything after that.

15 Q. What did you know about 1986?

16 A. That there was a television show that we
17 wrote the music for and we got royalties for it,
18 performance royalties, and that's the last that I knew
19 about it. And I also know we had to record a different
20 theme, I can't remember how it went, called Funny Friends
21 for English broadcast.

22 Q. Okay.

23 A. I mean, broadcast in England.

24 MS. PHARES: Are we now contending that
25 Funny Friends is another song in this case?

<p style="text-align: right;">Page 469</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 MR. MONAGHAN: No. A/k/a. My Little Pony</p> <p>3 and Friends theme.</p> <p>4 Q. Am I correct?</p> <p>5 A. I think so, but I can't remember a different</p> <p>6 theme.</p> <p>7 THE COURT: That's not close enough. Funny</p> <p>8 Friends isn't in.</p> <p>9 Go ahead.</p> <p>10 MR. MONAGHAN: Okay.</p> <p>11 Q. Next screen?</p> <p>12 THE COURT: Special releases don't come in.</p> <p>13 THE WITNESS: Oh, okay. All right, Humoid</p> <p>14 Robotics Big Feet. Some of these you are not</p> <p>15 allowing in?</p> <p>16 MR. TANNENBAUM: You beat me to the punch.</p> <p>17 Q. Just talk about Visionaries.</p> <p>18 A. Also it's just Visionaries. What about</p> <p>19 Robotics? Robotics and Visionaries, right?</p> <p>20 Q. Okay.</p> <p>21 A. We did the jingles for --</p> <p>22 MR. TANNENBAUM: Go ahead, we are okay with</p> <p>23 Robotics.</p> <p>24 A. We did the jingles for HASBRO Griffin-Bacal</p> <p>25 and there is -- there are VHS and DVD distributions of</p>	<p style="text-align: right;">Page 471</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 it is not before the Court.</p> <p>3 However, all right, is there any other part</p> <p>4 of this that you want shown?</p> <p>5 MR. TANNENBAUM: I can't see the bottom.</p> <p>6 THE WITNESS: Is the Great Space Coaster</p> <p>7 ruled out?</p> <p>8 MR. TANNENBAUM: Yes. Not part of the</p> <p>9 complaint. That was the first one your Honor</p> <p>10 ruled out a couple of days ago.</p> <p>11 MR. MONAGHAN: I would just like to make a</p> <p>12 proffer for the record, your Honor.</p> <p>13 THE COURT: Yes.</p> <p>14 MR. MONAGHAN: We've only learned in the</p> <p>15 last two weeks of the uses of these other</p> <p>16 compositions, that's why it is not in the</p> <p>17 complaint. And the way we learned was we got</p> <p>18 those thousand or 1200 pages that are mentioned in</p> <p>19 the letter to your Honor. Until that time we</p> <p>20 never had any idea they were exploiting it.</p> <p>21 MS. PHARES: Your Honor, I will represent to</p> <p>22 you on the record that not one single page that</p> <p>23 was produced by Sunbow referenced any of those</p> <p>24 works.</p> <p>25 THE COURT: All right, let's turn on the</p>
<p style="text-align: right;">Page 470</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 this going domestic and foreign. And it's listed in all</p> <p>3 these papers about the Sunbow product line that I found in</p> <p>4 Washington.</p> <p>5 Q. Okay. With respect to all of these</p> <p>6 products, what royalties do you receive?</p> <p>7 MR. TANNENBAUM: May I just with this one</p> <p>8 page, your Honor, I just want to make sure</p> <p>9 Inhumanoids -- what is it? Robotics? I don't</p> <p>10 remember. Visionaries?</p> <p>11 THE WITNESS: Visionaries.</p> <p>12 MR. TANNENBAUM: Robotics and Visionaries,</p> <p>13 that's it.</p> <p>14 THE WITNESS: Yes.</p> <p>15 MR. TANNENBAUM: I want to make sure.</p> <p>16 THE WITNESS: I do question that Moon</p> <p>17 Dreamers might have been part of Funny Friends.</p> <p>18 MS. PHARES: Yes, but it is not part of the</p> <p>19 complaint.</p> <p>20 MR. MONAGHAN: Because we didn't know that.</p> <p>21 THE WITNESS: If it was used as an intro for</p> <p>22 that show it is not the Moon Dreamers I'm</p> <p>23 complaining about, I'm just identifying the</p> <p>24 performances.</p> <p>25 THE COURT: It is not part of the complaint,</p>	<p style="text-align: right;">Page 472</p> <p>1 CAROL ANNE BRYANT - DIRECT/MONAGHAN</p> <p>2 lights. Ladies and gentlemen, this Power Point</p> <p>3 presentation which I think it is 44, been marked</p> <p>4 as 44, the hard copy of it --</p> <p>5 MR. MONAGHAN: Yes your Honor.</p> <p>6 THE COURT: -- is just marked for</p> <p>7 identification and for whatever use the Court</p> <p>8 finds.</p> <p>9 (Plaintiff's Exhibit No. 44, Power Point</p> <p>10 presentation, marked for identification)</p> <p>11 THE WITNESS: It's on the computer.</p> <p>12 MR. MONAGHAN: If your Honor will give me</p> <p>13 two seconds, a minute here to review?</p> <p>14 THE COURT: All right.</p> <p>15 MR. MONAGHAN: And mindful of the dicot --</p> <p>16 THE COURT: Go ahead.</p> <p>17 MR. MONAGHAN: Okay.</p> <p>18 (Plaintiff's Exhibit No. 44, Power Point</p> <p>19 presentation, marked for identification)</p> <p>20 MR. MONAGHAN: I would like to move the box,</p> <p>21 the backup documents which was marked previously</p> <p>22 as 31, subject to the Defendants' opportunity to</p> <p>23 review it, but I think it ought to be in evidence</p> <p>24 as it is the supporting original source material</p> <p>25 for the royalty tally sheet that she came up with.</p>

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I wouldn't want anybody complaining.

THE COURT: Also doing it the other way around, if anybody would want to go through and object to the other exhibit then we have it marked.

Anybody object to this coming in?

MS. SAFFER: Your Honor, I think that that has to wait until we also give you the materials that were prepared by BMI. In fairness, maybe other parties would wish to contest something.

THE COURT: Well, I wasn't going to put it in evidence also at least for the present time, no.

MR. MONAGHAN: May I have a second with my client?

THE COURT: Yes.

(Discussion off the Record)

(Resumed on the record, in open court)

MR. MONAGHAN: One more exhibit here, your Honor, I should have covered.

(Plaintiff's Exhibit No. 45, marked for identification.

BY MR. MONAGHAN:

Q. 45 I'm showing you now, Miss Bryant.

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What is that?

A. This is also from T.V. Tome dot com Transformers Energon, a new T.V. show. It talks about that.

MS. PHARES: Your Honor, we can save ourselves a lot of time. This was not produced by Sunbow.

MR. MONAGHAN: No, we can't.

MS. PHARES: T.V. show that is referred in this most recently produced and it was not produced by Sunbow.

THE COURT: But their situation is they say this was made under a license by Sunbow or somebody.

MS. PHARES: Well, we have produced all the licenses there are. They have them. If they have one they can offer it. It would say that in it.

THE WITNESS: How did they get my theme?

THE COURT: Hold on. This has been marked 45. And explain for the record what it is.

MR. MONAGHAN: Well, if I can let the witness do that.

THE WITNESS: Yes. It describes a new

Energon T.V. Show which airs daily on a cartoon

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network and which is not just local, I mean, it is all over the place, it is all over the world apparently. And the opening theme to this show is the Transformers. More Than Meets The Eye The Transformers Robots In The Sky music that I wrote 21 years ago is being used and credited to other people and has never been logged into my catalog for performance credits. Just like Armada. It is been used for a couple of years. No performance royalties are being paid on this. I've gotten no credit for it and other people are taking credit for it. So it's an issue that I'm not even getting BMI on.

Q. And who obtained this document?

A. I took it off T.V. Tome because it is running every day.

THE COURT: You have an objection?

MS. PHARES: Objection, your Honor. There is no evidence that the work that the witness is referring to and this document that she took off the Internet is a work that was produced by Sunbow Productions. It may include her music. That's not -- that's not an issue for this Court unless one of the Defendants had something to do with

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including that music in the production.

THE COURT: Well, I agree with you. Go ahead.

MR. TANNENBAUM: I object on behalf of the video Bacal. I don't know what this has to do with him. And he and all the other shareholders of Sunbow sold the company to SONY in 1998. I don't know what this has to do with Mr. Bacal, individually. We object.

THE COURT: This is not at the present time taken into evidence. It can be hooked up somewhere. I'll look at it again.

MR. MONAGHAN: Thank you, Judge.

THE COURT: All right, anything else?

MR. MONAGHAN: All right, subject to the Court's direction about -- and my request that we be able to put this witness back on on the damages phase of the case, that would conclude my direct of Miss Bryant on liability.

THE COURT: All right, I'll tell you just on my end there has been so many objections to everything you've said, I'll give you five minutes tomorrow morning in case there is anything you forgot.

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MR. MONAGHAN: Thank you, Judge.

MR. TANNENBAUM: I can't begin?

THE COURT: No. That's the end of it for today. I'll see you tomorrow morning at 10:30.

MR. MONAGHAN: Thank you, Judge.

THE WITNESS: Have a good evening, your Honor.

MS. VALENCIA: I want to be clear that we can borrow Exhibit 43 the compilation composite exhibit so that to make sure all the pages are there.

MR. TANNENBAUM: Yes. We want to see it. We have not seen it in that form.

MR. MONAGHAN: Yes. Which one is this?

MR. TANNENBAUM: Exhibit 43.

MR. MONAGHAN: Yes.

THE COURT: The record has noted you have taken this exhibit.

MS. VALENCIA: Thank you, your Honor.

(Court Adjourned: 4:20 p.m.)

oOo

CERTIFICATION

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CAROL ANNE BRYANT - DIRECT/MONAGHAN

I, Elizabeth A. Kent, Senior Court Reporter for the State of New York, do hereby certify the foregoing to be true and accurate as taken by me on 8th Day of July, 2007, before the Hon. Andrew P. O'Rourke, J.S.C.

Elizabeth A. Kent